

EXHIBIT C

MorrisonCohenLLP

020530 RESCAP, LLC
 020530-0002 CHAPTER 11

DATE: 10/04/12
 INVOICE #: 227904

TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF AUGUST 31, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
05/14/12	MW	DRAFT NOTICE OF APPEARANCE (.8), SERVE SAME (.1); FILE SAME (.1); PREPARE PRO HAC VICE APPLICATION FOR M. CONNOLLY (1.0); FORWARD SAME TO COURT IN WORD FORMAT (.1); T/C WITH CHAMBERS RE: HEARING ON FIRST DAY MOTIONS (.2); RETRIEVE ALL DOCUMENTS FILED IN CASE ON 5/14/12 (1.8).	4.10	881.50
05/16/12	MW	REVIEW COURT FILINGS FOR 5/16/12 (1.0); RETRIEVE UPDATED DOCKET SHEET (.2); CALENDAR UPCOMING DEADLINES PER SCHEDULING ORDERS (.3); RETRIEVE SHEET SECOND TIME (.1).	1.60	344.00
05/17/12	MW	PREPARE WORKING GROUP CONTACT LIST.	0.70	150.50
05/17/12	MW	REVIEW COURT FILINGS FOR 5/17/12.	0.60	129.00
05/21/12	MW	REVIEW COURT FILINGS FOR MAY 18 THROUGH MAY 21.	0.40	86.00
05/23/12	MW	REVIEW COURT FILINGS FOR 5/23/12.	0.40	86.00
06/01/12	MW	REVIEW COURT FILINGS FOR 6/1/12 (.5); DIARY DEADLINES (.1).	0.60	129.00
06/04/12	MW	REVIEW COURT FILINGS FOR 6/2 - 6/4.	0.40	86.00
06/05/12	MW	REVIEW COURT FILINGS FOR 6/12/12.	0.40	86.00
06/11/12	MW	REVIEW COURT FILINGS FOR 6/09 - 6/11.	0.60	129.00
06/12/12	MW	RETRIEVE AND REVIEW COURT FILINGS FOR 6/12/12 (.3); ARRANGE FOR JTM TELEPHONE APPEARANCE AT OMNIBUS HEARING (.1).	0.40	86.00
06/14/12	MW	REVIEW COURT FILINGS FOR 6/14/12.	0.50	107.50
06/15/12	MW	REVIEW COURT PLEADINGS FOR 6/15/12 (.5); UPDATE DEPT CALENDAR ACCORDINGLY (.1); ARRANGE FOR JTM TELEPHONE APPEARANCE AT THE HEARING DATED 6/18/12 (.1).	0.70	150.50
06/27/12	MW	REVIEW COURT PLEADINGS (.4); UPDATE CALENDAR ACCORDINGLY (.2).	0.60	129.00

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06/28/12	MW	REVIEW COURT PLEADINGS FOR 6/28/12.	0.40	86.00
06/29/12	MW	REVIEW COURT PLEADINGS FOR 6/30 - 7/2/12.	0.70	150.50
07/02/12	MW	RETRIEVE COPIES OF SCHEDULES AND STATEMENTS OF FINANCIAL AFFAIRS FILED FOR ALL DEBTORS.	1.00	215.00
07/05/12	MW	REVIEW COURT FILINGS FOR 7/5/12.	0.60	129.00
07/06/12	MW	REVIEW COURT FILINGS FOR 7/6/12.	0.40	86.00
07/11/12	MW	REVIEW COURT FILING FOR 7/11/12.	0.50	107.50
07/12/12	MW	REVIEW PLEADINGS FILED IN CASE FOR 7/12/12.	0.40	86.00
07/13/12	MW	RETRIEVE DAILY COURT FILINGS (.3); UPDATE CALENDAR ACCORDINGLY (.1).	0.40	86.00
07/20/12	MW	REVIEW COURT FILINGS FOR 7/20/12.	0.50	107.50
07/23/12	MW	REVIEW COURT FILINGS FOR 7/21 - 7/23 (.5); UPDATE CALENDAR (.1).	0.60	129.00
07/30/12	MW	REVIEW COURT FILINGS FOR 7/28 - 7/30.	0.60	129.00
07/31/12	MW	REVIEW COURT FOR 7/31/12 (.3); ARRANGE JTM APPEARANCE AT COURT TELEPHONE CONF RE: KERP (.1).	0.40	86.00
08/01/12	MW	REVIEW DAILY COURT FILINGS (8/1/12).	0.40	86.00
08/02/12	MW	REVIEW COURT FILINGS (8/1/12).	0.50	107.50
08/03/12	MW	REVIEW DAILY COURT FILINGS (8/3/12).	0.40	86.00
08/06/12	MW	REVIEW DAILY COURT FILINGS (8/6/12).	0.50	107.50
08/07/12	MW	REVIEW DAILY COURT FILINGS (8/7/12).	0.50	107.50
08/09/12	MW	REVIEW PLEADINGS FOR 8/9/12.	0.40	86.00
08/10/12	MW	REVIEW COURT FILINGS FOR 8/10/12 (.4); ARRANGE JTM TELEPHONE APPEARANCE AT 3 UPCOMING HEARINGS (.2).	0.60	129.00
08/28/12	MW	REVIEW COURT FILINGS FOR THE PERIOD 8/11 - 8/28/12 (1.40); UPDATE CALENDAR ACCORDINGLY (.3).	1.70	365.50
08/29/12	MW	REVIEW COURT FILINGS FOR 8/29/12.	0.40	86.00
08/30/12	MW	REVIEW COURT FILINGS FOR 8/30/12 (.5); UPDATE DEPT. CALENDAR (.1).	0.60	129.00
08/31/12	MW	REVIEW COURT FILINGS FOR 8/31/12.	0.40	86.00

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TOTAL TASK CODE	B110	Case Administration	24.90	5353.50
TASK CODE	B160	Fee/Employment Applications		
05/24/12	RKD	BEGIN DRAFTING APPLICATION FOR SECTION 327(E) RETENTION.	3.10	1,627.50
05/25/12	RKD	CONTINUE DRAFTING 327(E) RETENTION APPLICATION.	2.90	1,522.50
05/31/12	RKD	COMPLETE RETENTION APPLICATION (.2); BEGIN DRAFTING AFFIDAVIT IN SUPPORT OF SAME (1.9).	2.10	1,102.50
06/04/12	RKD	CONTINUE DRAFTING AFFIDAVIT IN SUPPORT OF RETENTION APPLICATION (1.3).	1.30	682.50
06/05/12	RKD	CONTINUE DRAFTING AFFIDAVIT IN SUPPORT OF RETENTION APPLICATION.	0.60	315.00
06/06/12	MW	E-MAIL EXCHANGE WITH RKD RE MC RETENTION APP.	0.20	43.00
06/06/12	RKD	REVIEW INFORMATION REGARDING COMPLIANCE WITH LOCAL AND BANKRUPTCY RULES REGARDING DISCLOSURE IN RETENTION APPLICATIONS (2.1); CONTINUE DRAFTING RETENTION APPLICATION (.3).	2.40	1,260.00
06/11/12	RKD	COMPLETE REVIEW OF INFORMATION REGARDING COMPLIANCE WITH LOCAL AND BANKRUPTCY RULES REGARDING DISCLOSURE IN RETENTION APPLICATIONS (3.1); REVISE RETENTION APPLICATION TO INCORPORATE RESULTS OF SAME (1.7).	4.80	2,520.00
07/11/12	RKD	EMAILS WITH J. WISHNEW REGARDING MOCO RETENTION.	0.30	157.50
07/25/12	RKD	REVISE DRAFT RETENTION MOTION PREPARED BY MOFO.	1.10	577.50
08/03/12	RKD	REVISE MOFO DRAFT OF MOCO RETENTION APPLICATION.	1.30	682.50
08/06/12	RKD	FINALIZE COMMENTS TO DRAFT OF MOCO RETENTION APPLICATION (.7); EMAILS WITH N. MOSS (MOFO) REGARDING SAME (.4).	1.10	577.50
08/17/12	RKD	REVIEW REVISED MOCO RETENTION APPLICATION/ 363 MOTION (.7); EMAILS WITH J. MOLDOVAN REGARDING SAME (.3); EMAILS WITH N. MOSS REGARDING SAME (.3).	1.30	682.50
08/20/12	RKD	REVIEW MOLDOVAN DECLARATION IN SUPPORT OF MOCO RETENTION (.6); EMAILS WITH J. MOLDOVAN REGARDING SAME (.2); EMAILS WITH N. MOSS REGARDING SAME (.4); REVIEW PAYMENT HISTORY IN CONNECTION WITH SAME (.7); OFFICE CONFERENCE WITH J. MOLDOVAN REGARDING SAME (.4).	2.30	1,207.50
08/31/12	RKD	TELEPHONE CONFERENCE WITH G. LEE (MOFO), J. MOLDOVAN, D. PIEDRA, AND CHADBOURNE ATTORNEYS REGARDING EXAMINER'S INTERVIEWS (.6).	0.60	315.00
TOTAL TASK CODE	B160	Fee/Employment Applications	25.40	13273.00

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TASK CODE	B260	Board of Directors Matters		
05/14/12	DAP	REVIEW MATERIALS CONCERNING FIRST-DAY MOTIONS (1.1); CONFS WITH JTM REGARDING FIRST DAY MOTIONS (.2); MEETING WITH INDEPENDENT DIRECTORS CONCERNING FIRST DAY MOTIONS (.5); ATTEND HEARING ON FIRST DAY MOTIONS ON BEHALF OF INDEPENDENT DIRECTORS (3.4); MEETING JTM CONCERNING ANTICIPATED DISCOVERY CONCERNING ALLY SETTLEMENT (.5).	5.70	3,277.50
05/14/12	JTM	REVIEW MATERIALS FOR FIRST DAY HEARINGS INCLUDING OBJECTIONS FILED (3.2); APPEAR AT FIRST DAY HEARING ON BEHALF OF INDEPENDENT DIRECTORS (3.4); CALLS AND CONFERENCES WITH INDEPENDENT DIRECTORS POST HEARING RE ISSUES RAISED AT HEARING AND PROCESS FORWARD (2.1).	8.70	5,959.50
05/14/12	MC	ATTEND AT FIRST DAY HEARING IN BANKRUPTCY COURT (3.4); ATTEND MEETINGS W/ INDEPENDENT DIRECTORS (2.1).	5.50	3,135.00
05/15/12	DAP	CONF JTM RE: CONTINUED FIRST DAY MOTIONS (.5); ATTEND FIRST DAY MOTIONS ON BEHALF OF INDEPENDENT DIRECTORS (2.5); TELEPHONE CONFERENCE CALL WITH INDEPENDENT DIRECTORS CONCERNING STATUS AND PROCESS MOVING FORWARD (.8).	3.80	2,185.00
05/15/12	JTM	COURT APPEARANCE RE CONTINUED FIRST DAYS (2.5); CALL WITH INDIES RE STATUS (1.0); OCS TEAM RE BANKRUPTCY ISSUES AND ALLY SETTLEMENT (2.1); REVIEW MATERIALS IN CONNECTION WITH SAME (3.8).	9.40	6,439.00
05/15/12	MC	ATTENDANCE AT FIRST DAY HEARINGS (2.5); MEETING W/ INDEPENDENT DIRECTORS (3.2); CONFERENCE CALLS W/ INDEPENDENT DIRECTORS (.8).	6.50	3,705.00
05/16/12	DAP	REVIEW MATERIALS CONCERNING FIRST DAY MOTIONS (1.5); CONFS JTM RE: PROCEDURE, PROCESS AND STRATEGY (1.0).	2.50	1,437.50
05/16/12	JTM	OC DAP RE ALLY SETTLEMENT (1.0); ANALYSIS OF MATERIAL IN CONNECTION WITH SAME (7.4).	8.90	6,096.50
05/16/12	MC	FOLLOW UP W/ INDEPENDENT DIRECTORS RE: FIRST DAY HEARINGS, APPOINTMENT OF SPECIAL COMMITTEE (2.0); MEETINGS RE: ALLY SETTLEMENT (.9); REVIEW SAME (1.6).	4.50	2,565.00
05/17/12	DAP	ATTEND MEETING WITH JTM & MC RE: PROCESS IN THE BANKRUPTCY CASE CONCERNING THE ALLY SETTLEMENT AND DISCOVERY RELATED THERETO (2.0); REV MOFO MATERIALS CONCERNING ALLY CLAIMS (2.0); CONF JTM AND RD CONCERNING DISCOVERY PROCESS (.5).	4.50	2,587.50

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05/17/12	JTM	MEETING WITH DAP AND MC RE ALLY SETTLEMENT.	2.00	1,370.00
05/17/12	MC	MEETING WITH JTM & DAP RE: ALLY SETTLEMENT (2.0); T/C'S W/ INDEPENDENT DIRECTORS RE SAME(1.5).	3.50	1,995.00
05/17/12	NS	ATTEND PART OF MEETING WITH JOSEPH MOLDOVAN, OTHER ATTORNEYS (.5); FOLLOW-UP CONFERENCE WITH MARIOLA WIATRAK RE: INITIAL TASKS TO BE COMPLETED (.2).	0.70	315.00
05/17/12	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN, D. PIEDRA, M. CONNOLLY, AND N. SIEGEL REGARDING ALLY SETTLEMENT AND POTENTIAL DOCUMENT PRODUCTIONS.	2.00	1,050.00
05/18/12	DAP	MEETING RE: DISCOVERY CONCERNING ALLY SETTLEMENT JTM/RD (1.0); REV. MATERIALS IN CONNECTION THERETO (.5).	1.50	862.50
05/18/12	JTM	MTG WITH DAP, MC RE ALLY SETTLEMENT ISSUES (1.0); REVIEW FILING MATERIALS AND SETTLEMENT MATERIALS (2.4).	3.40	2,329.00
05/18/12	MC	REVIEW FILES (1.0); PREPARATION FOR MEETING AT MOFO (1.0); FOLLOW UP W/ INDEPENDENT DIRECTORS (.5).	2.50	1,425.00
05/18/12	NS	CONFERENCE WITH JTM, RKD, DAP RE: ISSUES TO ADDRESS IN FACT/DOCUMENT COLLECTION, REVIEW PREPARING FOR EXPECTED DISCOVERY DEMANDS (1.0); REVIEW RELEVANT SECTIONS OF 102 PAGE RULE 1007 AFFIDAVIT GATHERING BACKGROUND PREPARING FOR EXPECTED DISCOVERY DEMANDS (1.2).	2.20	990.00
05/18/12	RKD	MEETING WITH J. MOLDOVAN, D. PIEDRA, N. SIEGEL REGARDING ALLY SETTLEMENT AND DOCUMENT COLLECTION ISSUES (.5); EMAILS WITH J. MOLDOVAN AND D. PIEDRA REGARDING ELECTRONIC STORAGE (.1).	0.60	315.00
05/21/12	DAP	ATTEND MEETING AT MORRISON FOERSTER REGARDING ALLY SETTLEMENT AND EXPECTED DISCOVERY (2.0); CONFERENCE WITH J. MOLDOVAN RE: ALLY SETTLEMENT ISSUES WITH CREDITOR'S COMMITTEE (.2); CORRESPONDENCE WITH INDEPENDENT DIRECTORS REGARDING ALLY SETTLEMENT NEGOTIATIONS (.7).	2.90	1,667.50
05/21/12	JTM	MEETING AT MOFO RE PREP FOR CC REQUESTS (2.0); TEAM MTGS RE SAME AND ORGANIZATION OF ANTICIPATED PRODUCTION (.2); CALLS WITH GOLDIN RE SAME (.4); REVIEW RECENT COURT FILINGS (1.7); CALL WITH INDIES RE CASE STATUS (.5).	4.80	3,288.00

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05/21/12	MC	ATTEND AT MEETING AT MOFO RE CRED. COMMITTEE INFORMATION REQUEST (2.0); REVIEW FILES RE SAME (.5).	2.50	1,425.00
05/21/12	RKD	ATTEND MEETING WITH J. MOLDOVAN, D. PIEDRA, M. CONNOLLY, ET AL., REGARDING COMMITTEE DOCUMENT REQUESTS (2.0); FOLLOW UP CONFERENCE WITH D. PIEDRA AND J. MOLDOVAN REGARDING SAME (.2).	2.20	1,155.00
05/23/12	DAP	DRAFT SLIDES FOR PRESENTATION TO CREDITOR'S COMMITTEE COUNSEL REGARDING ALLY SETTLEMENT (3.5); EMAIL CORRESPONDENCE J. ILANY (.3); TELEPHONE CALL J. ILANY (1.0).	4.80	2,760.00
05/23/12	MC	MEETINGS W/ INDEPENDENT DIRECTORS IN PREPARATION FOR MEETING AT MOFO (2.5); REVIEW FILES (.5).	3.00	1,710.00
05/24/12	DAP	PREP FOR MEETING WITH INDEPENDENT DIRECTORS (.3); MEET WITH INDEPENDENT DIRECTORS ILANY AND MACK AT MOFO CONCERNING ALLY SETTLEMENT (2.5).	2.80	1,610.00
05/24/12	MC	PARTICIPATE IN MEETINGS W/ INDEPENDENT DIRECTORS AND MOFO (2.5); FOLLOW UP MEETINGS (2.0).	4.50	2,565.00
05/25/12	MC	REVIEW REQUESTS FOR INFORMATION FROM INDEPENDENT DIRECTORS (1.0); REVIEW FILE (.3); CORRESPONDENCE WITH INDEPENDENT DIRECTORS RE: SAME (.2).	1.50	855.00
05/29/12	MC	CORRESPONDENCE WITH INDEPENDENT DIRECTORS RE: CASE STATUS (1.0); RESPONSE TO INQUIRIES (.2); CORRESPONDENCE WITH INDEPENDENT DIRECTOR RE: STATUS OF SETTLEMENTS(.3).	1.50	855.00
05/30/12	MC	CORRESPONDENCE WITH INDEPENDENT DIRECTORS RE: COMMITTEE MEETINGS AND CASE STATUS (.6); RESPONSE TO INQUIRIES (.2); FOLLOW UP WITH INDEPENDENT DIRECTOR RE: CASE ISSUES (.2).	1.00	570.00
05/31/12	MC	REVIEW FILE RE: DOJ PROCEEDINGS (1.0); CORRESPONDENCE WITH INDEPENDENT DIRECTOR RE: DISCOVERY ISSUES AND CASE STATUS (.5); DRAFT RESPONSE TO INDEPENDENT DIRECTOR INQUIRIES (1.0).	2.50	1,425.00
06/01/12	DAP	REC/REV DRAFT 2004 (.3); CORRESPONDENCE WITH R. DAKIS RE: DISCOVERY OBLIGATIONS (.3); EMAIL CORRESPONDENCE WITH DEBTOR'S COUNSEL (.4); REC/REV DRAFT OF DEBTOR'S DRAFT PRESENTATION TO CREDITOR'S COMMITTEE (.4).	1.40	805.00
06/01/12	JTM	REVIEW COMMITTEE DRAFT 2004.	2.60	1,781.00

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06/01/12	JTM	REVIEW DEBTORS' FILED MOTIONS RE SALE AND RELATED DOCUMENTS (1.7); COMMITTEE MOTION FOR 2004 EXAM (.9).	2.40	1,644.00
06/01/12	MC	REVIEW CREDITORS COMMITTEE 2004 PAPERS.	1.50	855.00
06/01/12	NS	REVIEW DRAFT RULE 2004 SUBPOENA, ORDER AND MOTION.	2.70	1,215.00
06/03/12	JTM	REVIEW DRAFT PRESENTATION TO CC RE CLAIMS, INVESTIGATION.	2.60	1,781.00
06/04/12	DAP	REVIEW DRAFT 2004 MOTION AND PROPOSED AGREED ORDER (.5); MEETING WITH R. DAKIS REGARDING DOCUMENT COLLECTION PURSUANT TO DRAFT 2004 (.5); REVIEW DEBTOR'S PROPOSED PRESENTATION TO CREDITOR'S COMMITTEE COUNSEL (2.5); DRAFT PROPOSED REVISIONS TO PRESENTATION AND EMAIL TO DEBTOR'S COUNSEL (.8); EMAIL CORRESPONDENCE WITH DEBTOR'S COUNSEL CONCERNING SCHEDULING (.3).	4.60	2,645.00
06/04/12	JTM	REVIEW REVISED 2004 ORDER (.7); STATUS REPORTS (.2).	0.90	616.50
06/04/12	NS	PLANNING CONFERENCE FOR WORK ALLOCATION, LIKELY ISSUES TO BE ADDRESSED.	0.50	225.00
06/04/12	RKD	MEETING WITH D. PIEDRA AND N. SIEGEL REGARDING DISCOVERY FROM INDEPENDENT DIRECTORS (.5); OFFICE CONFERENCE WITH LIT SUPPORT REGARDING SAME (.4).	0.90	472.50
06/05/12	DAP	REVIEW MOTION FOR APPOINTMENT OF AN EXAMINER (.8); CONF. R. DAKIS RE: SAME (.3); CORRESPONDENCE WITH DEBTOR'S COUNSEL REGARDING CREDITOR'S COMMITTEE MEETING (.3); EMAIL CORRESPONDENCE WITH JTM REGARDING STATUS AND STRATEGY (.2).	1.40	805.00
06/05/12	JTM	REVIEW BERKSHIRE MOTION FOR APPOINTMENT OF EXAMINE AND ANCILLARY MATERIALS (1.3); DISCUSSION OF SAME WITH TEAM (.6).	1.90	1,301.50
06/05/12	MC	REVIEW PLEADINGS RE: SALE AND EXAMINER.	1.50	855.00
06/05/12	NS	CONFERENCE WITH JTM RE: EXAMINER MOTION.	0.40	180.00
06/05/12	RKD	OFFICE CONFERENCE WITH J. RIED REGARDING DISCOVERY FROM INDEPENDENT DIRECTORS (.3); REVIEW EXAMINER MOTION (.8); T/C WITH ROBERT DAKIS RE SAME (.3); EMAILS WITH J. MOLDOVAN, M. CONNOLLY, AND D. PIEDRA REGARDING SAME (.2).	1.60	840.00
06/06/12	DAP	PREPARE PRODUCTION FOR UNSECURED CREDITOR'S COMMITTEE COUNSEL DOCUMENT REQUEST.	0.80	460.00

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06/06/12	JTM	REVIEW MATERIALS IN CONNECTION WITH BOARD MEETING (.7); DETERMINE STRATEGY GOING FORWARD (.6).	1.30	890.50
06/06/12	MC	RESPOND TO INDEPENDENT DIRECTOR INQUIRIES RE: SALE PROCESS (1.0); REVIEW BOARD MATERIALS IN ADVANCE OF BD MEETING (.5).	1.50	855.00
06/07/12	DAP	PREP FOR MEETING WITH CREDITOR'S COMMITTEE COUNSEL (.5); MEETING WITH JTM, MC, ET AL RE: DISCOVERY (.9).	1.40	805.00
06/07/12	JTM	REVIEW EXAMINER AND OTHER MOTIONS, PLEADINGS AND FILINGS (3.5); MTG WITH MC, DAP, RKD, ET AL RE: SAME (.9); TC BOARD MEMBERS RE: DISCOVERY AND EXAMINERS ISSUES (.4); REVIEW MATERIALS FOR BOARD MTG (.8).	5.60	3,836.00
06/07/12	MC	REVIEW COMMITTEE PROPOSED DOCUMENT REQUESTS (1.0); REVIEW BOARD MATERIALS IN LIGHT OF SAME (.6); MEETING WITH JTM, RKD, ET AL RE: CASE STATUS (.9).	2.50	1,425.00
06/07/12	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN, M. CONNOLLY, AND D. PIEDRA REGARDING DISCOVERY ISSUES AND CASE STATUS (.9).	0.90	472.50
06/08/12	DAP	ATTEND MEETING WITH CREDITOR'S COMMITTEE COUNSEL CONCERNING ALLY CLAIMS (4.0); REVIEW MATERIALS RE: SAME (.5); TELEPHONE CONFERENCE CALL WITH INDEPENDENT DIRECTORS (.5).	5.00	2,875.00
06/08/12	JTM	PREPARATION FOR BOARD MEETING (1.4); ATTEND BOARD MEETING (1.5); ATTEND AND PARTICIPATE IN MEETING WITH CREDITORS COMMITTEE (2.0); CALLS WITH INDEPENDENT DIRECTORS AND TEAM MEMBERS CONCERNING DOCUMENT PRODUCTION AND OTHER MATTERS (1.4).	6.30	4,315.50
06/08/12	MC	PARTICIPATE IN BOARD MEETING (1.4); ATTEND MEETING W/ CREDITOR'S COMMITTEE RE: SETTLEMENT (4.0); FOLLOW UP CALLS W/ INDEPENDENT DIRECTORS (.6).	6.00	3,420.00
06/08/12	RKD	ATTEND MEETING WITH CREDITORS' COMMITTEE REPRESENTATIVES, J. MOLDOVAN, D. PEIDRA, G. GANNS, ETC., REGARDING SETTLEMENT (4.0); OFFICE CONFERENCE WITH J. MOLDOVAN, D. PIEDRA, AND M. CONNOLLY REGARDING DISCOVERY ISSUES (.3); PARTICIPATE IN UPDATE CALL WITH SAME AND INDEPENDENT DIRECTORS (.4); OFFICE CONFERENCE WITH J. RIED REGARDING DATA COLLECTION (.3).	5.00	2,625.00

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06/10/12	JTM	REVIEW CORR FROM DEBTORS COUNSEL RE CASE STATUS.	0.10	68.50
06/11/12	DAP	TELEPHONE CALL WITH JAMIE LEVITT CONCERNING DISCOVERY TO COMMITTEE (.3); TELEPHONE CALL WITH BOB SALERNO FROM MOFO REGARDING DISCOVERY (.8); TELEPHONE CALL WITH PAM WEST (1.0); EMAIL CORRESPONDENCE WITH INDEPENDENT DIRECTORS CONCERNING DISCOVERY (.8).	2.90	1,667.50
06/11/12	JTM	REVIEW LONESTAR RESPONSE TO SALE MOTION (.9); FREDDIE MAC OBJECTIONS TO SALES PROCEDURES (1.2); FANNIE MAE RESPONSE. ALLY LIMITED OBJECTION TO BERKSHIRE (.7); GREEN PLANET OBJECTION TO FIRST DAYS (.8).	3.60	2,466.00
06/11/12	MC	REVIEW DOCUMENTS RE: STATUS OF SALE (2.0); BERKSHIRE REQUEST TO APPOINT AN EXAMINER AND HUD MEETINGS (1.0).	3.00	1,710.00
06/12/12	JTM	ATTEND OMNIBUS COURT HEARING RE STATUS OF SETTLEMENT AND SALE.	3.40	2,329.00
06/12/12	MC	REVIEW PLEADINGS RE: SALE HEARING (1.9); REVIEW EXAMINER PLEADINGS (.6).	2.50	1,425.00
06/13/12	DAP	REVIEW OF FILED DOCUMENTS CONCERNING BID PROCEDURES, ETC (1.8); O/C WITH JTM, MC RE: 2004 RESPONSE 2004 (.4); COMMUNICATIONS WITH INDEPENDENT DIRECTORS CONCERNING DISCOVERY RESPONSE (1.6).	3.80	2,185.00
06/13/12	JTM	REVIEW FILED PLEADINGS (1.8); OC WITH DAP, MC RE 2004 RESPONSE (.4); EMAILS WITH IDS STATUS AND DEVELOPMENTS (.6).	2.80	1,918.00
06/13/12	MC	RESPOND TO INDEPENDENT DIRECTOR RE: CASE STATUS (1.5); REVIEW INFORMATION FROM MOFO RE: COMPENSATION AND RETENTION PLANS (2.0).	3.50	1,995.00
06/14/12	JTM	REVIEW PLEADING RE: DIP, SALE MOTION, DEBTORS REPLIES, LIMITED OBJECTIONS, SUPP WHITLINGER DEC, ALL RELATED DOCS IN PREPARATION FOR STATUS CONFERENCE.	2.80	1,918.00
06/14/12	MC	REVIEW COURT FILINGS (.8); PROVIDE STATUS UPDATE TO INDEPENDENT DIRECTORS RE: SAME (1.7).	2.50	1,425.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/15/12	JTM	PARTICIPATE IN SPECIAL MEETING OF BOARD OF DIRECTORS (1); REVIEW ISSUES RELATING TO EXECUTIVE COMPENSATION AND CHANGES IN OFFERS AND OTHER MATERIALS (2.8).	3.80	2,603.00
06/15/12	JTM	OC DAP RE DISCLOSURE STATEMENT INSERT, REVIEW SAME.	0.80	548.00
06/15/12	MC	REVIEW ALLY SETTLEMENT (1.6); REVIEW COUNTER OFFERS RE: SALE (.8); PARTICIPATE IN BOARD MEETING (1.0); FOLLOW UP WITH DIR. RE: BD MATTERS (1.1).	4.50	2,565.00
06/17/12	JTM	COMMS INDEPENDENT BD MEMBER RE STATUS OF CH 11 CASE.	0.60	411.00
06/18/12	DAP	REVIEW PLAN AND DISCLOSURE STATEMENT (.8); CONF JTM RE: HEARING RE: EXAMINER (.7); ATTEND CONFERENCE CALL RE: BIDS (.3).	1.80	1,035.00
06/18/12	JTM	TELEPHONIC ATTENDANCE AT HEARING CONCERNING 363 MOTION, POSTPETITION FINANCING, BANK SERVICING AGREEMENTS, USE OF CASH COLLATERAL MORTGAGE LOAN COMMITMENTS, SALES PROCEDURES, BERKSHIRE MOTION FOR APPOINTMENT OF EXAMINER.	5.60	3,836.00
06/18/12	JTM	NUMEROUS CALLS AND EMAILS WITH TEAM, MOFO, INDIES RE LATEST DEVELOPMENTS IN COURT AND ACTION ITEMS (3.0), REVIEW MATERIALS FOR BOARD CALL (1.6).	4.60	3,151.00
06/18/12	MC	ATTEND SPECIAL MEETING OF INDEPENDENT DIRECTORS; COMMENT ON ALLY SETTLEMENT (3.3); T/C DAP RE: EXAMINER (.7).	4.00	2,280.00
06/18/12	RKD	ATTEND HEARING REGARDING EXAMINER AND SALE MOTIONS (7.4); TELEPHONE CONFERENCE WITH J. MOLDOVAN REGARDING UPDATE TO INDEPENDENT DIRECTORS REGARDING SAME (.2).	7.60	3,990.00
06/19/12	JTM	TEAM DISCUSSIONS CONCERNING IMPACT OF EXAMINER DECISION AND DISCOVERY ISSUES (1.4); BOARD MEETING TO DISCUSS STALKING HORSE BIDS (1.1); DISCUSSION OF ARGUMENT RE VARIOUS BID AND JUDICIAL DETERMINATIONS POST HEARING (1.1).	3.60	2,466.00
06/19/12	JTM	NUMEROUS CALLS WITH INDIES (2.0); FOLLOW UP WITH MOCO TEAM MEMBERS RE DEVELOPMENTS IN COURT (1.2).	3.20	2,192.00

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020530 RESCAP, LLC
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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/19/12	MC	ATTEND SPECIAL BOARD MEETING (.9); FOLLOW UP WITH INDEPENDENT DIRECTORS REGARDING JUNE 18 HEARING (2.4).	3.50	1,995.00
06/19/12	RKD	ATTEND BOARD CALL REGARDING SALE PROCESS (.9); ATTEND HEARING REGARDING SAME (1.1).	2.00	1,050.00
06/20/12	MC	REVIEW HSR DOCUMENT REQUEST.	0.50	285.00
06/21/12	JTM	RESPOND TO HSR REQUEST.	0.10	68.50
06/23/12	JTM	REVIEW COURT FILINGS IN CONNECTION WITH CASE CONFERENCE RE: SALE DISCOVERY PROCESS.	2.00	1,370.00
06/25/12	JTM	ATTEND OMNIBUS HEARING.	2.70	1,849.50
06/26/12	DAP	REVIEW DOCUMENTS FROM INDEPENDENT DIRECTORS FOR PRODUCTION FOR 2004 TO CREDITOR'S COMMITTEE (.8).	0.80	460.00
06/26/12	MC	UPDATE INDEPENDENT DIRECTOR RE: CASE STATUS.	0.50	285.00
06/27/12	DAP	EMAIL CORRESPONDENCE PAM WEST RE: DISCOVERY ISSUES.	0.30	172.50
06/27/12	JTM	REVIEW AUDIT COM MATERIALS.	2.20	1,507.00
06/27/12	JTM	REVIEW DEBTORS LATEST FILINGS.	0.60	411.00
06/28/12	JTM	UPDATE CALL WITH INDEPENDENT DIRECTORS AND MC.	0.80	548.00
06/28/12	MC	CONFERENCE CALL W/ INDEPENDENT DIRECTORS (.8); REVIEW AUDIT COMMITTEE MATERIALS (1.7).	2.50	1,425.00
06/29/12	JL	REVIEW MATERIAL AND ATTEND RESCAP AUDIT COMMITTEE MEETING.	3.50	2,117.50
06/29/12	JTM	REVIEW RECENT FILINGS (1.0); CALL WITH INDEPENDENT DIRECTORS RE SAME (.8).	1.80	1,233.00
06/29/12	JTM	REV REVISED AUDIT COM MATERIALS.	1.20	822.00
06/29/12	MC	PARTICIPATE IN AUDIT COMMITTEE MEETING.	3.50	1,995.00
07/02/12	DL	CONF. MC, JTM, DAP, RKD RE: UPDATE ON STATUS (.5); DISCUSSION RE: SUPER-INDEPENDENT MEMBERS MEETING WITH ALLY (.3).	0.80	468.00
07/02/12	DAP	MEETING WITH TEAM CONCERNING INDEPENDENT BOARD MEMBER ISSUES (.5); CONF JTM & MC RE: DISCOVERY (.2); REVIEW COMPENSATION CORRESPONDENCE (.2).	0.90	517.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/02/12	JTM	ALL HANDS STATUS CALL (.9); REVIEW CORRESPONDENCE AND FILINGS (1.2); NUMEROUS EMAILS RE DIRECTOR ISSUES THROUGHOUT DAY (1.5); O/C WITH DAP RE: DISCOVERY (.2).	3.80	2,603.00
07/02/12	MC	PREPARATION FOR AND PARTICIPATION ON CALL W/ INDEPENDENT DIRECTORS AND MOFO (.9); FOLLOW UP AND E-MAILS RE: SAME (1.4); O/C'S WITH JTM & DAP RE SAME (.2).	2.50	1,425.00
07/02/12	RKD	PARTICIPATE IN BOARD CALL WITH J. MOLDOVAN AND M. CONNOLLY (.9); REVIEW LETTERS REGARDING EXECUTIVE COMPENSATION (1.1); OFFICE CONFERENCE WITH JTM AND MC AND DAP REGARDING SAME (.7).	2.70	1,417.50
07/03/12	JTM	REVIEW RECENT FILINGS (.8); EMAILS AND CALLS THROUGHOUT DAY RE SENIOR MGMT AND DIRECTOR ISSUES AND COMMUNICATIONS RE SAME (2.4).	3.20	2,192.00
07/03/12	MC	UPDATE INDEPENDENT DIRECTOR RE CASE STATUS (.9); O/C'S WITH JTM RE SAME (1.1).	2.00	1,140.00
07/06/12	JTM	CASE UPDATE (.2); REVIEW RECENT FILINGS RE MBIA AND OTHER MATTERS (1.1).	1.30	890.50
07/06/12	MC	REVIEW RECENT FILINGS IN PREPARATION FOR BOARD MEETING.	0.50	285.00
07/08/12	JTM	REVIEW MATERIAL IN CONNECTIONS WITH BOARD CALL (1.7); BOARD CALL (2.0).	3.70	2,534.50
07/08/12	MC	PARTICIPATE IN SPECIAL BOARD MEETING.	2.00	1,140.00
07/09/12	DAP	EMAIL NILENE AT MOFO RE: BOARD MEETING.	0.20	115.00
07/09/12	JTM	PARTICIPATE IN COMP COM CALL (1.5); ANALYSIS OF MATERIALS FOR EXAMINER (2.8).	4.30	2,945.50
07/09/12	MC	PARTICIPATE IN COMPENSATION COMMITTEE MEETING.	1.50	855.00
07/12/12	DAP	REVIEW BOARD MATERIALS, PREP FOR AND ATTEND BOARD MEETING (1.8); CONF M. CONNOLLY AND J. MOLDOVAN RE: SAME (.4).	2.20	1,265.00
07/12/12	JL	ATTEND BOARD CALL.	1.00	605.00
07/12/12	JTM	REVIEW FILINGS IN CONNECTION WITH FRIDAY HEARING RE RETENTION OF DEBTORS PROFESSIONALS, COMMITTEE AND OTHER OBJECTIONS TO SAME (1.2); BOARD CALL (1.0); PREP FOR BOARD CALL (.9).	3.10	2,123.50
07/12/12	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING.	2.50	1,425.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/17/12	JTM	REVIEW COURT FILINGS FOR 7/17/12.	1.40	959.00
07/20/12	JL	PREPARE FOR BOARD CALL, COMPENSATION COMMITTEE CALL.	1.80	1,089.00
07/20/12	JTM	REVIEW MATERIALS FOR BOARD MEETING AND ATTEND COMP COM MTG (2.2).	2.20	1,507.00
07/20/12	MC	PARTICIPATE IN BOARD MEETING AND MEETING OF COMPENSATION COMMITTEE (2.2); FOLLOW UP W/ INDEPENDENT DIRECTORS (.1).	2.30	1,311.00
07/21/12	MC	T/C'S W/ INDEPENDENT DIRECTORS RE: COMPENSATION ISSUES.	1.50	855.00
07/22/12	DAP	REVIEW PROPOSED EXAMINER ORDER.	0.20	115.00
07/22/12	JTM	REV MATERIAL RE EXAMINER SCOPE AND EMAILS RE SAME.	0.90	616.50
07/23/12	JL	MEET W/ INDEPENDENT DIRECTOR, MOLDOVAN, CONNOLLY.	2.00	1,210.00
07/23/12	JTM	MTG W MOFO TEAM RE EXAMINER ISSUES (2.3); CALLS WITH INDIES RE SAME (1.2); MTG W JL, MC & RKD RE SAME AND FILE PREP (1.4).	4.90	3,356.50
07/23/12	MC	MEETINGS AND CONFERENCE CALLS W INDEPENDENT DIRECTORS (3.5); CONFERENCE CALL W COMPANY COUNSEL (1.0).	4.50	2,565.00
07/23/12	RKD	OFFICE CONFERENCE WITH J. MACK, J. MOLDOVAN AND M. CONNOLLY REGARDING CASE STATUS (.3); PREPARE FOR AN PARTICIPATE IN BOARD UPDATE CALL (.6).	0.90	472.50
07/24/12	JTM	CT CONFERENCE RE EXAMINER (.2); ATTEND HEARINGS ON BEHALF OF INDEPENDENT DIRECTORS (5.0).	5.20	3,562.00
07/24/12	MC	ATTENDANCE HEARING AT BANKRUPTCY COURT (2.6); CONFERENCE CALLS W/ INDEPENDENT DIRECTORS (2.4).	5.00	2,850.00
07/24/12	RKD	ATTEND OMNIBUS HEARING REGARDING DISPUTES RE SCHEDULING SETTLEMENT MOTIONS, SUBSERVICING MOTIONS, RETENTION ISSUES.	2.60	1,365.00
07/25/12	JTM	REVIEW REVISED EXAMINER ORDER AND EMAILS FROM PARTIES RE SAME.	0.60	411.00
07/26/12	JTM	REVIEW EXAMINER MATERIAL; COMP MATERIAL (1.1); CALLS WITH INDIES (.8); COMP CALL (.8); REVIEW SUBSERVICING TR AND EMAILS RE SAME FROM DEBTORS (1.2).	3.90	2,671.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/26/12	MC	T/C'S W/ INDEPENDENT DIRECTORS RE: SUBSERVICING AND COMP. (.8); FOLLOW UP CORRESPONDENCE WITH DIRECTORS RE: SAME (.9).	1.70	969.00
07/27/12	JTM	PREP FOR COMP COM MTG (.7) OC MC RE SAME (.4) CALL RE SAME (.8).	1.90	1,301.50
07/27/12	JTM	REVIEW BOARD PACKAGE IN CONNECTION WITH AFI ISSUES.	0.60	411.00
07/27/12	MC	PREPARE FOR MEETING OF COMPENSATION COMMITTEE (.8); ATTEND MEETING (.3); FOLLOW UP WITH JTM (.4).	1.50	855.00
07/30/12	DAP	REVIEW EXAMINER DISCOVERY PROTOCOL MOTION (.3); CONF JTM RE: EXAMINER DISCLOSURE (.3); CONFERENCE CALL IN PREPARATION FOR EXAMINER PRESENTATION (.4).	1.00	575.00
07/30/12	JTM	REVIEW MATERIALS FOR MEETING WITH EXAMINER (7.1); O/C WITH DAP RE: SAME (.3).	7.40	5,069.00
07/30/12	MC	REVIEW MORRISON FOERSTER CASE UPDATE (1.2); RESPOND TO INDEPENDENT DIRECTORS INQUIRIES RE: SAME (1.3).	2.50	1,425.00
07/30/12	RKD	PARTICIPATE IN CALL WITH G. LEE, J. MOLDOVAN, A. HOFFINGER, ET AL., REGARDING MEETING WITH EXAMINER AND COUNSEL (.4); REVIEW DOCUMENTS IN PREPARATION FOR SAME (.3).	0.70	367.50
07/31/12	DAP	PREP FOR MEETING WITH EXAMINER AND COUNSEL (1.7); MEETING WITH EXAMINER AND COUNSEL (3.8); MEETING WITH JTM AND RD RE: SAME (.3).	5.80	3,335.00
07/31/12	JTM	PREP FOR MTG WITH EXAMINER AND TEAM (2.6); MTG WITH EXAMINER AND TEAM (3.8).	6.40	4,384.00
07/31/12	MC	RESPOND TO INQUIRIES FROM INDEPENDENT DIRECTORS RE: EXAMINER ISSUES.	2.00	1,140.00
07/31/12	RKD	REVIEW NOTES AND PRESENTATIONS IN PREPARATION FOR MEETING WITH EXAMINER AND COUNSEL; (1.2); ATTEND MEETING WITH EXAMINER AND COUNSEL(3.8); FOLLOW UP CONFERENCE WITH J. MOLDOVAN AND D. PIEDRA REGARDING INVESTIGATION (.2).	5.20	2,730.00
08/01/12	JL	REVIEW MATERIAL FOR AUDIT COMMITTEE CALL.	1.20	726.00
08/01/12	JPR	COORDINATE GETTING USERS SET UP TO REVIEW RESCAP RELATIVITY DATA.	0.70	252.00
08/01/12	MC	REVIEW RECENT COURT FILINGS TO PREPARE FOR CALL WITH INDEPENDENT DIRECTORS.	2.50	1,425.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/01/12	NS	INITIATE REVIEW OF DOCUMENT DATABASE RE: EXAMINER ISSUES.	1.20	540.00
08/02/12	JL	REVIEW MATERIAL FOR AUDIT COMMITTEE (1.0); AUDIT COMMITTEE CALL (1.0).	2.00	1,210.00
08/02/12	JTM	COURT CALL RE KEIP/KERP STATUS (.30); REV UST OBJECTION TO KEIP KERP (.9); (COMMS INDIES RE KEIP ISSUES (.6); REVIEW AND ANALYSIS OF UST OBJECTIONS (1.6).	3.40	2,329.00
08/02/12	MC	CALLS W/ INDEPENDENT DIRECTORS RE: KERP/KEIP ISSUES (1.0); REVIEW REPORTS AND COURT FILINGS RE: SAME (1.5).	2.50	1,425.00
08/02/12	NS	REVIEW DOCUMENTS IN FIRM'S ELECTRONIC DATABASE RE: EXAMINER ISSUES.	1.70	765.00
08/03/12	NS	CONTINUED REVIEW OF IC MEETING MINUTES IN ELECTRONIC DATABASE.	1.80	810.00
08/06/12	MC	REVIEW COURT FILINGS, INCLUDING EXAMINER'S WORK PLAN AND OBJECTIONS OF US TRUSTEE (2.4); CORRESPONDENCE WITH INDEPENDENT DIRECTOR RE: SAME (1.6).	4.00	2,280.00
08/07/12	MC	PREPARATION FOR BANKRUPTCY HEARING (1.0); MEETINGS W/ INDEPENDENT DIRECTORS (1.0); FOLLOW UP WITH INDEPENDENT RE: COMPENSATION ISSUES (1.5).	3.50	1,995.00
08/08/12	JTM	APPEAR IN COURT RE HEARINGS ON KEIP AND ALLY SERVICING AGREEMENT (2.6); MEETINGS WITH INDIES RE SAME (1.1); MEETINGS WITH INDIES RE GO FORWARD ISSUES (1.2); ANALYSIS OF KEIP ISSUES (3.2).	8.10	5,548.50
08/08/12	MC	ATTEND BANKRUPTCY HEARING RE: KERP & KEIP (2.6); FOLLOW UP WITH INDEPENDENT DIRECTORS RE: SAME (2.3); REVIEW DOCS RE: COMPENSATION ISSUES (.6).	6.50	3,705.00
08/09/12	JTM	REVIEW BOARD PACKAGE.	0.60	411.00
08/09/12	MC	RESPOND TO INDEPENDENT DIRECTOR QUERIES ON NUMEROUS ISSUES.	2.00	1,140.00
08/09/12	NS	CONTINUED REVIEW OF INDEPENDENT TRUSTEE MEETING MINUTES RE: EXAMINER REQUESTS.	0.60	270.00
08/10/12	JTM	BOARD CALL (1); REVIEW EXAMINER MOTION, MEMORANDA TO BOARD, RECENT FILINGS (3.2).	4.20	2,877.00
08/10/12	MC	ATTEND BOARD MEETING (1.0); FOLLOW UP W/ INDEPENDENT DIRECTORS RE: ISSUES RAISED ON BOARD CALL (1.5).	2.50	1,425.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/10/12	NS	CONTINUED REVIEW INDEPENDENT DIRECTORS' COMMITTEE MEETING MINUTES RE CASE EXAMINER ISSUES.	2.20	990.00
08/12/12	JTM	TCF FORMER INDIE - GARVEY RE STATUS.	0.50	342.50
08/13/12	JTM	TCF FORMER DIRECTOR RE STATUS AND EXAMINER (.4); TC G LEE RE SAME (.2); REVIEW FILE MATERIALS IN CONNECTION WITH EXAMINER INVESTIGATION (6.4); REVIEW RECENT COURT FILINGS (.3).	7.30	5,000.50
08/13/12	NS	FURTHER REVIEW OF ELECTRONIC DATABASE DOCUMENTS RE EXAMINER ISSUES.	3.70	1,665.00
08/14/12	MC	CORRESPONDENCE WITH INDEPENDENT DIRECTOR RE: EXAMINER (1.6); FOLLOW UP RE: HEARING AND RMBS SETTLEMENT (.4).	2.00	1,140.00
08/14/12	NS	FURTHER REVIEW ELECTRONIC DATABASE DOCUMENTS RE EXAMINER ISSUES.	1.00	450.00
08/15/12	JTM	REVIEW MATERIAL RE SETTLEMENTS PER INDEPENDANT DIRECTOR REQUEST.	4.20	2,877.00
08/16/12	DL	CONF. JTM, MC, DAP, RD RE: DOCUMENTS REQUIRED BY EXAMINER.	1.20	702.00
08/16/12	DAP	OFFICE CONFERENCE RE: EXAMINER DOCUMENT PRODUCTION AND INTERVIEWS.	1.20	690.00
08/16/12	JTM	COURT CONFERENCE RE DISCOVERY AND EXAMINER (1.6); MTG WITH DAP, RD, MC, DL RE PREPARATION OF MATERIALS FOR TURNOVER TO EXAMINER AND COMMITTEE (1.2); REVIEW CERBERUS OBJECTION AND EXAMINER REPLY RE SAME (1.1).	3.30	2,260.50
08/16/12	MC	MEETING RE: EXAMINER'S REQUEST FOR INFORMATION (1.2); FOLLOW UP RE SAME (.8).	2.00	1,140.00
08/16/12	RKD	REVIEW REVISED MOTION REGARDING RMBS SETTLEMENT IN PREPARATION FOR PROVIDING UPDATE TO INDEPENDENT DIRECTORS (.7); REVIEW RMBS SCHEDULING ORDER IN CONNECTION WITH SAME (.4); DRAFT EMAIL TO JTM REGARDING STATUS AND SCHEDULE FOR RMBS SETTLEMENT (.7); OFFICE CONFERENCE WITH J. MOLDOVAN, D. PIEDRA, M. CONNOLLY, AND D. LERNER REGARDING EXAMINER SCHEDULE AND SCOPE (1.2).	3.00	1,575.00
08/17/12	MC	REVIEW REVISED MOTION REGARDING RMBS SETTLEMENT.	1.50	855.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/21/12	JTM	ANALYSIS OF INDEPENDANT DIRECTOR ISSUES RE TRANSACTION HISTORY.	1.30	890.50
08/22/12	JL	NEW AUDIT COMMITTEE MEETING MATERIAL.	1.40	847.00
08/23/12	JL	CALLS W/ TED SMITH (.4); CONTINUE REVIEW OF COMMITTEE PACKAGE (.8); AUDIT COMMITTEE CALL (2.4); FOLLOW UP WITH PAM (.1).	3.70	2,238.50
08/23/12	JTM	REVIEW RECENT FILINGS FOR INDIES INCLUDING PRE-AUCTION OBJECTIONS OF THE RMBS TRUSTEES TO THE DEBTORS' SALE MOTION (1.3); WELLS JOINDER TO "PRE-AUCTION OBJECTIONS OF THE RMBS TRUSTEES TO THE DEBTORS' SALE MOTION (.5); EXAMINER SUPP WORK PLAN (1.0).	2.80	1,918.00
08/23/12	NS	REVIEW, ANALYSIS OF DOCUMENTS IN DATABASE RE EXAMINER ISSUES.	1.40	630.00
08/24/12	JTM	REVIEW BOARD MEMO (.6), RECENT FILINGS (.3).	0.90	616.50
08/24/12	NS	REVIEW, ANALYSIS OF DATABASE DOCUMENTS RE EXAMINER ISSUES.	3.10	1,395.00
08/27/12	JTM	REVIEW MOTION TO ESTABLISH BORROWER COMMITTEE, DEBTORS' STATEMENTS AND PROPOSED ORDERS.	0.70	479.50
08/27/12	NS	REVIEW OVER 360 DOCUMENTS IN DATABASE.	6.40	2,880.00
08/28/12	JTM	COMMS MOFO RE INDIE ISSUES AND RETENTION MATTERS (.7); MEMO TO BOARD RE OPEN ITEMS (.3); REVIEW SUBSERVICING ISSUES (.3).	1.30	890.50
08/29/12	JTM	COMMS MOFO AND CHADBOURNE RE EXAMINER REQUESTS FOR INTERVIEWS (.3); COMMS FORMER INDIES - NR (.3).	0.60	411.00
08/29/12	MC	REVIEW UPDATE MATERIALS INCLUDING STATEMENTS OF CREDITORS COMMITTEE (1.3); FOLLOW UP WITH INDEPENDENT DIRECTOR (.7).	2.00	1,140.00
08/30/12	DL	REVIEW EMAIL FORWARDED FROM MOFO RE: DOCUMENT SUBPOENA.	0.60	351.00
08/30/12	DAP	REVIEW EXAMINER DISCOVERY SUBPOENAS (.1); TELEPHONE CALL RESCAP MOFO RE: DOCUMENTS INDEPENDENTS (.2).	0.30	172.50
08/30/12	JTM	REVIEW EXAMINER SUBPOENAS, ANALYSIS OF SAME.	2.40	1,644.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/30/12	MC	ATTENTION TO INDEPENDENT DIRECTOR ISSUES (.8); REVIEW DRAFT RESOLUTIONS (.9); T/C'S, CORRESPONDENCE (.8).	2.50	1,425.00
08/31/12	DAP	CONF. CALL WITH EXAMINER'S COUNSEL REGARDING WITNESS INTERVIEWS.	0.50	287.50
08/31/12	JTM	CALLS WITH CHADBOURNE RE EXAMINER INTERVIEWS AND CALLS TO FORMER INDEPENDANT DIRECTORS RE PRODUCTION (.3); CALL WITH MC RE FORMER DIRECTOR REPRESENTATION (.2).	0.80	548.00
08/31/12	MC	CALL WITH JTM RE FORMERS DIRECTOR REPRESENTATION.	0.50	285.00
TOTAL TASK CODE	B260	Board of Directors Matters	505.20	306999.00
GRAND TOTAL FEES			555.50	325,625.50
		TOTAL FEES SERVICES		\$ 325,625.50

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DATE: 11/14/12
 INVOICE #: 229138

TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
09/04/12	MW	REVIEW COURT FILINGS FOR 9/1/12-9/4/12 (.60); UPDATE DEPT CALENDAR ACCORDINGLY (.1).	0.70	150.50
09/05/12	MW	REVIEW COURT FILINGS FOR 9/5/12.	0.40	86.00
09/06/12	MW	REVIEW COURT FILINGS FOR 9/6/12.	0.40	86.00
09/07/12	MW	REVIEW COURT FILINGS FOR 9/7/12 (.40); UPDATE DEPT CALENDAR (.2).	0.60	129.00
09/10/12	MW	REVIEW COURT FILINGS FOR 9/8/12 THROUGH 9/10/12.	0.60	129.00
09/11/12	MW	REVIEW COURT FILINGS FOR 9/11/12.	0.40	86.00
09/12/12	MW	REVIEW COURT FILINGS FOR 9/12/12.	0.40	86.00
09/17/12	MW	REVIEW COURT FILINGS FOR 9/15/12 THROUGH 9/17/12.	0.60	129.00
09/18/12	MW	REVIEW COURT FILINGS FOR 9/18/12.	0.30	64.50
09/19/12	MW	REVIEW COURT FILINGS FOR 9/19/12.	0.30	64.50
09/20/12	MW	REVIEW COURT FILINGS FOR 9/20/12 (.40); UPDATE DEPT CALENDAR (.1).	0.50	107.50
09/21/12	MW	REVIEW COURT FILINGS FOR 9/21/12.	0.40	86.00
09/24/12	MW	REVIEW COURT FILINGS FOR 9/22/12 THROUGH 9/24/12.	0.50	107.50
09/25/12	MW	REVIEW COURT FILINGS FOR 9/25/12.	0.40	86.00
09/26/12	MW	REVIEW COURT FILINGS FOR 9/26/12.	0.40	86.00
09/27/12	MW	REVIEW COURT FILINGS FOR 9/27/12 (.40); UPDATE DEPT CALENDAR (.10).	0.50	107.50
TOTAL TASK CODE	B110	Case Administration	7.40	1591.00
TASK CODE	B160	Fee/Employment Applications		
09/04/12	RKD	EMAILS WITH N. MOSS REGARDING MOCO RETENTION APPLICATION/ 363 MOTION (.6).	0.60	315.00

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DATE: 11/14/12
 INVOICE #: 229138

FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/05/12	RKD	REVIEW FINAL FORM OF MOCO RETENTION MOTION (.9); REVISE FINAL FORM OF MOLDOVAN DECLARATION IN SUPPORT OF SAME (.8); OFFICE CONFERENCES WITH J. MOLDOVAN REGARDING FILING (.6); EMAILS WITH N. MOSS REGARDING SAME (.4).	2.70	1,417.50
09/14/12	RKD	EMAILS WITH N. MOSS REGARDING COMMITTEE RESPONSE TO RETENTION MOTION (.9); TELEPHONE CONFERENCE WITH N. MOSS REGARDING SAME (.1); REVIEW COMMITTEE RESERVATION OF RIGHTS FOR SAME (.4); EMAILS WITH J. MOLDOVAN AND M. CONNOLLY REGARDING SAME (.2).	1.60	840.00
09/16/12	JTM	EMAILS RD AND MC RE RETENTION ISSUES.	0.40	274.00
09/18/12	MW	REVISE INVOICE FOR MAY 14, 2012 THROUGH AUGUST 31, 2012.	0.80	172.00
09/19/12	RKD	EMAILS WITH N. MOSS REGARDING COMMITTEE RESPONSE TO RETENTION MOTION.	0.30	157.50
09/26/12	MW	REVISE INVOICE FOR PERIOD MAY 14, 2012 THROUGH AUGUST 31, 2012 (1.4); FOLLOW UP WITH ACCOUNTING RE: SAME (.2).	1.60	344.00
09/27/12	RKD	PREPARE FOR (.4) AND ATTEND OMNIBUS HEARING (INCLUDING MOTION FOR APPROVAL OF REIMBURSEMENT OF MOCO FEES (1.8).	2.20	1,155.00
09/28/12	MW	FURTHER REVISIONS TO MAY 14, 2012 THROUGH AUGUST 31, 2012 INVOICE (1.0); O/C WITH ACCOUNTING RE: SAME (.2).O/C WITH RKD RE: SAME (.2).	1.40	301.00
09/28/12	RKD	REVIEW DRAFT MONTHLY FEE STATEMENT FOR PERIODS FROM MAY 2012 THROUGH AUGUST 2012 FOR PRIVILEGE AND CONFIDENTIAL INFORMATION (2.6); OFFICE CONFERENCE WITH M. WIATRAK REGARDING SAME (.2); DRAFT MEMORANDUM BANKRUPTCY BILLING PROCESS FOR LEGAL TEAM (3.9).	6.70	3,517.50
TOTAL TASK CODE	B160	Fee/Employment Applications	18.30	8493.50
TASK CODE	B260	Board of Directors Matters		
09/02/12	JTM	CALLS TO FORMER RESCAP DIRECTORS.	0.20	137.00
09/04/12	JTM	REVIEW AND RESPOND TO INDIE QUESTIONS RE KEIP.	0.40	274.00
09/04/12	JTM	RESPOND TO INQUIRY FROM INDEPENDENT DIRECTOR RE KEIP DECISION.	0.70	479.50

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020530 RESCAP, LLC
020530-0002 CHAPTER 11

DATE: 11/14/12
INVOICE # : 229138

FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/04/12	JTM	REVIEW OBJECTION OF WILMINGTON, JUNIOR SECURED, AURELIUS CAPITAL MANAGEMENT, LP TO DEBTORS' MOTION TO EXTEND EXCLUSIVITY, UNDERLYING MOTION.	1.20	822.00
09/04/12	MC	REVIEW COURT DOCUMENTS INCLUDING ENGAGEMENT LETTER AND RELATED PETITION (1.8); T/C'S INDEPENDENT DIRECTORS (.7).	2.50	1,425.00
09/05/12	DAP	CONF W/ JTM RE: RESCAP EXAMINER DISCOVERY (.3); REV. EMAIL FROM EXAMINER'S COUNSEL (.1).	0.40	230.00
09/05/12	JTM	EMAILS WITH MOFO AND CHADBOURNE RE INDEPENDANT DIRECTOR REPRESENTATION ISSUES AND RESPONSE TO INTERVIEW REQUESTS (.8); REVIEW CORRESPONDENCE FROM EXAMINER COUNSEL RE REQUESTS FOR INFORMATION (.4); REVIEW CC EXLUSIVITY OBJ (.4); ANALYSIS OF KEIP ISSUES (.5); REV GOLDIN SUBPOENA (.3).	2.40	1,644.00
09/06/12	DAP	CONF JTM CONCERNING BOARD MEETING (.1); CONF JTM CONCERNING EXAMINER MEETING WITH FTI CONSULTING (.2).	0.30	172.50
09/06/12	JTM	REVIEW BOARD PACKAGE FOR MEETING (1.10); REVIEW MOTION FOR BORROWER COMM, SUBSERVICING MOTION AND OPPS (1.2); CALLS MOFO RE FORMER DIRECTORS (.2); REVIEW CLAIMS PRESENTATION FOR EXAMINER MEETING (1.4).	3.90	2,671.50
09/06/12	MC	REVIEW MATERIALS IN PREPARATION FOR BOARD MEETING.	2.50	1,425.00
09/07/12	DAP	BOARD OF DIRECTORS MEETING (1.5); MEETING WITH EXAMINER AND FTI RE: DAMAGES ANALYSIS (2.4); MEETING JTM, MC, RD RE: SAME (.6).	4.50	2,587.50
09/07/12	JTM	ATTEND BOARD MEETING (1.7); ATTEND FTI PRESENTATION TO EXAMINER (2.4); REVIEW MATERIAL FOR PRESENTATION (1.0); EMAIL CHADBOURNE RE FORMER DIRECTORS (.1); STRATEGY MEETING WITH RKD & MC (.7).	5.90	4,041.50
09/07/12	MC	PREPARATION FOR (.3) AND PARTICIPATION IN BOARD MEETINGS (1.7), REVIEW OF EXAMINERS FILING AND RELATED DOCUMENTS (.8); MEETING WITH JTM & RKD RE: ALLY SETTLEMENT (.7).	3.50	1,995.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/07/12	RKD	PARTICIPATE IN TELEPHONE CONFERENCE WITH EXAMINER AND DEBTORS' COUNSEL REGARDING COMPONENTS OF ALLY SETTLEMENT (2.4); OFFICE CONFERENCE WITH J. MOLDOVAN, D. PIEDRA, AND M. CONNOLLY REGARDING SAME (.7).	3.10	1,627.50
09/10/12	JTM	REVIEW FILINGS IN CONNECTION WITH RMBS SETTLEMENT - MOTIONS AND OPPOSITION (2.0); ANALYSIS OF SAME (.9).	2.90	1,986.50
09/10/12	MC	REVIEW RBMS LETTER AND RELATED DOCUMENTS; O/C'S (1.0); FOLLOW UP W/ INDEPENDENT DIRECTORS (.5).	1.50	855.00
09/11/12	JTM	CALLS WITH COUNSEL TO GOLDIN RE SUBPOENA (.6); OCS RD AND NS RE SAME (.3).	0.90	616.50
09/11/12	MC	REVIEW COURT DOCUMENTS RE: RMBS SETTLEMENTS.	2.00	1,140.00
09/12/12	JTM	REVIEW NOTEHOLDER CORRESPONDENCE, ANALYSIS OF SAME (.8); DISCUSSION RE SAME WITH CLIENTS (.6).	1.40	959.00
09/12/12	MC	REVIEW UPDATE ON HEARING (1.0); FOLLOW UP W/ INDEPENDENT DIRECTORS (.5).	1.50	855.00
09/13/12	JTM	REVIEW MATERIALS RE RMBS SETTLEMENT.	2.60	1,781.00
09/13/12	MC	REVIEW AUELIUS LETTER TO DEBTORS (.5); FOLLOW UP (.2).	0.70	399.00
09/14/12	JTM	ANALYSIS OF MATERIAL FOR DIRECTORS, BOARD PACKAGE (.9); REVIEW BORROWER COMMITTEE OPP PAPERS (.8); OC RD RE COMMITTEE ISSUES W MOCO RETENTION (.4).	2.10	1,438.50
09/14/12	MC	REVIEW QUESTIONS FROM EXAMINER (2.5); CORRESPONDENCE RE: SAME (.5).	3.00	1,710.00
09/17/12	MC	PREPARATION FOR (.5) AND PARTICIPATION IN BOARD MEETING (1.5); FOLLOW UP W/ INDEPENDENT DIRECTORS (.5).	2.50	1,425.00
09/18/12	JTM	REVIEW OBJECTIONS TO RMBS SETTLEMENT AND ANALYSIS OF SAME (3.9); TC COUNSEL TO FORMER DIRECTORS (.4).	4.30	2,945.50
09/19/12	JTM	ATTEND RMBS SETTLEMENT CONFERENCE (3.4); REVIEW UCC RES OF RTS RE MOCO RETENTION, TC DEBTOR'S COUNSEL RE SAME (.5).	3.90	2,671.50
09/19/12	MC	REVIEW EXAMINER INFORMAL INFORMATION REQUESTS.	1.50	855.00
09/20/12	JTM	ANALYSIS OF MATERIAL FROM RMBS HEARING (2.8); RESEARCH RE SAME (1.8).	4.60	3,151.00

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DATE: 11/14/12
 INVOICE #: 229138

FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/25/12	JTM	TCS COUNSEL FOR GOLDIN RE DISCOVERY, OC RD RE SAME (.7); REVIEW HOMEOWNER COMMITTEE MOTIONS AND RELATED DOCS (.9); EMAILS DEBTORS COUNSEL RE JUNIOR SECURED (.2).	1.90	1,301.50
09/25/12	MC	T/C W/ JIM TANENBAUM, FOLLOW UP (.5); FOLLOW UP RE: APPLICATION (.5).	1.00	570.00
09/26/12	DAP	CONF M. CONNOLLY RE: DISCOVERY ISSUES CONCERNING RMBS SETTLEMENT (.3); EMAIL CORRESPONDENCE RE: SAME (.2).	0.50	287.50
09/26/12	MC	O/C W DAP RE: RMBS SETTLEMENT (.3); REVIEW DOCUMENTS RE SAME (1.2).	1.50	855.00
09/27/12	DAP	EMAIL CORRESPONDENCE FROM DEBTOR'S COUNSEL REGARDING DOCUMENT PRODUCTION BY INDEPENDENT DIRECTORS IN CONNECTION WITH RMBS SETTLEMENT HEARING (.2); PREP FOR AND ATTEND MEETING WITH JTM AND RKD CONCERNING DISCOVERY PROTOCOLS (.9); EMAIL CORRESPONDENCE TO INDEPENDENT DIRECTORS REGARDING DOCUMENTS (.3); REVIEW APPROXIMATELY 40 PAGES HANDWRITTEN NOTES OF PAM WEST FOR RESPONSIVENESS REGARDING RMBS SETTLEMENT (.6).	2.00	1,150.00
09/27/12	JTM	APPEAR AT HEARING RE MOCO RETENTION, PRICE WATERHOUSE FORECLOSURE REVIEW, RMBS DISCOVERY ISSUES, BORROWER COMMITTEE (3.4); PREP FOR (.3) AND MTG WITH DAP AND RKD RE DISCOVERY AND INDEPENDANT DIRECTOR ISSUES (.9); EMAILS FROM COUNSEL TO WILMINGTON TRUST RE DISCOVERY, TC RE SAME (.4); TCS DEBTORS RE DISCOVERY COORDINATION (.4).	5.40	3,699.00
09/27/12	MC	ATTENTION TO SCHEDULING DEPOSITIONS (1.0); CORRESPONDENCE; O/C'S; T/C'S (.5).	1.50	855.00
09/27/12	RKD	REVIEW 486 DOCUMENTS FROM GOLDIN IN CONNECTION WITH EXAMINER ISSUES (2.3); OFFICE CONFERENCE WITH J. MOLDOVAN AND D. PIEDRA REGARDING EXAMINER ISSUES (.9); EMAILS WITH A. TALESNICK (LUSKIN) REGARDING GOLDIN PRODUCTION (.3).	3.50	1,837.50
09/28/12	DAP	EMAIL CORRESPONDENCE REGARDING DOCUMENT PRODUCTION (.2); TELEPHONE CALL WITH INDEPENDENT DIRECTOR TED SMITH CONCERNING STATUS AND RMBS SETTLEMENT (.5).	0.70	402.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/28/12	JTM	REVIEW GOLDIN EMAILS IN CONNECTION WITH DOC PRODUCTION (.8); TCF COUNSEL TO WILMINGTON RE DISCOVERY AND REVIEW OF SUBPOENA RE SAME (1.1) CALLS AND EMAILS DEBTORS COUNSEL AND DAP RE RMBS DISCOVERY (.2).	2.10	1,438.50
09/28/12	MC	REVIEW RMBS SETTLEMENT TERMS, MATERIALS; FOLLOW UP CONFERENCE CALLS W/ INDEPENDENT DIRECTORS (1.5); REVIEW REPORTS (.5); SCHEDULING DEPOSITIONS (1.0).	3.00	1,710.00
09/28/12	NS	RESUME REVIEW OF DOCUMENTS IN ELECTRONIC DATABASE RE: INFORMATION PROVIDED TO THE BOARD AND INDEPENDENT DIRECTORS.	0.50	225.00
TOTAL TASK CODE	B260	Board of Directors Matters	90.50	56652.00
GRAND TOTAL FEES			116.20	66,736.50
		TOTAL FEES SERVICES		\$ 66,736.50

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DATE: 12/06/12
 INVOICE #: 230023

TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF OCTOBER 31, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
10/01/12	MW	REVIEW COURT FILINGS FROM 9/29/12 THROUGH 10/1/12; (.4); UPDATE CALENDAR (.1); DAILY E-MAIL DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.70	150.50
10/02/12	MW	REVIEW COURT FILINGS FOR 10/2/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/04/12	MW	REVIEW COURT FILINGS FROM 10/3/12 TO 10/4/12 (.3); UPDATE CALENDAR (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.80	172.00
10/05/12	MW	REVIEW COURT FILINGS FOR 10/5/12 (.4); REVIEW SCHEDULING ORDER RE: RMBS SETTLEMENTS (.2); DIARY ALL DEADLINES (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	1.20	258.00
10/08/12	MW	REVIEW COURT FILINGS FOR 10/8/12 THROUGH 10/8/12 (.5); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.70	150.50
10/09/12	MW	REVIEW COURT FILINGS FOR 10/9/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/10/12	MW	REVIEW COURT FILINGS FOR 10/10/12 (.4); REVIEW ORDER RE RMBS SETTLEMENTS (.2); UPDATE CALENDAR (.2); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	1.00	215.00
10/11/12	MW	REVIEW COURT FILINGS FOR 10/11/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/12/12	MW	REVIEW COURT FILINGS FOR 10/12/12 (.4); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
10/15/12	MW	REVIEW COURT FILINGS FROM 10/13/12 THROUGH 10/15/12 (.4); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
10/16/12	MW	REVIEW COURT FILINGS FOR 10/16/12 (.4); UPDATE DEPT CALENDAR (.1); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.70	150.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/17/12	MW	REVIEW DOCUMENTS FOR 10/17/12 (.4); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
10/18/12	MW	REVIEW COURT FILINGS FOR 10/18/12 (.4) E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
10/19/12	MW	REVIEW COURT FILINGS FOR 10/19/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/22/12	MW	REVIEW COURT FILINGS FOR 10/22/12 (.4) E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
10/23/12	MW	REVIEW COURT FILINGS FOR 10/23/12; (.4); UPDATE CALENDAR (.1); DAILY E-MAIL DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.70	150.50
10/24/12	MW	REVIEW COURT FILING FOR 10/24/12 (.4); REVIEW THIRD SCHEDULING ORDER RE DEBTORS' MOTION FOR APPROVAL OF RMBS SETTLEMENTS (.1); CALENDAR ALL DEADLINES (.2); E-DAILY MAIL DOCKET TO ATTORNEYS WITH PLEADINGS (.3).	1.00	215.00
10/25/12	MW	RETRIEVE COURT FILINGS FOR 10/25/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/26/12	MW	REVIEW COURT FILINGS FOR 10/26/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/29/12	MW	REVIEW COURT FILINGS FOR 10/27/12 THROUGH 10/29/12 (.4); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
10/30/12	MW	REVIEW COURT FILINGS FOR 10/30/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.50	107.50
10/31/12	MW	REVIEW COURT FILINGS FOR 10/31/12 (.4); E-MAIL DAILY DOCKET TO ATTORNEYS WITH PLEADINGS (.2).	0.60	129.00
TOTAL TASK CODE	B110	Case Administration	14.50	3117.50
TASK CODE	B160	Fee/Employment Applications		
10/08/12	MW	REVIEW MAY 14, 2012 THROUGH AUGUST 31, 2012 MC INVOICE (.7); START DRAFTING EXHIBITS TO FIRST FEE APP (1.3).	2.00	430.00
10/12/12	MW	REVIEW SEPTEMBER INVOICE (.7); REVISE SAME (.4); FOLLOW UP WITH ACCOUNTING (.1).	1.20	258.00
10/16/12	RKD	DRAFT NARRATIVE SECTION OF FIRST INTERIM FEE APPLICATION(4.1); REVIEW MONTHLY FEE STATEMENTS IN CONNECTION WITH SAME (.8).	4.90	2,572.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/17/12	MW	PER RKD REVISE FIRST INTERIM FEE APPLICATION.	0.80	172.00
10/17/12	RKD	REVISE NARRATIVE SECTION OF FIRST INTERIM FEE APPLICATION (2.6); EMAILS WITH M. WIATRAK REGARDING SAME (.3).	2.90	1,522.50
10/18/12	MW	REVIEW BACKUP PROVIDED BY ACCOUNTING (.6); PREPARE DETAILED EXPENSES CHART (2.7).	3.30	No Charge
10/18/12	RKD	REVISE FEE APPLICATION TO INCORPORATE J. MOLDOVAN'S COMMENTS (.3); OFFICE CONFERENCE WITH M. WIATRAK REGARDING FEE APPLICATION (.2).	0.50	262.50
10/19/12	MW	FURTHER REVISIONS TO EXHIBITS TO FEE APPLICATION (1.8); O/C AND MULTIPLE E-MAILS WITH RKD RE: SAME (.4); E-MAIL COMPLETE DOCUMENTS TO MOFO FOR FILING (.1).	2.50	537.50
10/19/12	RKD	FINAL REVISIONS TO FEE APPLICATION (1.1); OFFICE CONFERENCE WITH M. WIATRAK REGARDING FILING SAME (.2); EMAILS WITH M. WIATRAK AND E. RICHARDS (MOFO) REGARDING FILING SAME (.3).	1.60	840.00
TOTAL TASK CODE B160 Fee/Employment Applications			19.70	6595.00
TASK CODE B260 Board of Directors Matters				
10/01/12	DAP	CONFERENCE JTM RE: WILMINGTON TRUST SUBPOENA AND RESPONSE (.4); REVIEW SUBPOENA (.2); EMAIL CLIENTS (.2).	0.80	460.00
10/01/12	JTM	REVIEW FANNIE MAE OBJECTION.	0.30	205.50
10/01/12	MC	REVIEW RMBS DISCOVERY REQUESTS (.7); FOLLOW UP W/ INDEPENDENT DIRECTORS (.8).	1.50	855.00
10/01/12	NS	REVIEW OVER 100 DOCUMENTS IN ELECTRONIC DATABASE RE: FACTORS CONSIDERED IN SELECTION OF FINANCIAL ADVISORS, INFORMATION AND FACTORS WEIGHED BY BOARD RE: COMPANY'S FINANCIAL CONDITION IN FALL 2008 (TO BE CONTINUED).	3.10	1,395.00
10/02/12	DAP	MEETING WITH JTM AND RKD CONCERNING PREPARATION FOR DEPOSITION OF INDEPENDENT DIRECTORS AND DOCUMENT PRODUCTION (.4); EMAIL DARRYL RAINS (.2); REVIEW MATERIALS FOR DEPO PREPARATION (.8).	1.40	805.00
10/02/12	JTM	TC MOFO, RAINES RE RMBS DISCOVERY (.2); O/C WITH DAP AND RKD RE WILMINGTON DOCUMENT REQUESTS (.4).	0.60	411.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/02/12	MC	REVIEW DRAFT RESPONSE TO CREDITORS COMMITTEE (.5); ATTENTION TO SCHEDULING OF DEPOSITIONS; O/C'S, T/C'S, CORRESPONDENCE (1.5).	2.00	1,140.00
10/02/12	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN AND D. PIEDRA REGARDING WILMINGTON DOCUMENT REQUESTS (.4); DRAFT RESPONSE TO DOCUMENT REQUESTS (1.1); REVISE SAME TO INCORPORATE COMMENTS FROM D. PEIDRA (.2).	1.70	892.50
10/03/12	DAP	CONFERENCES WITH JTM RE: DISCOVERY AND DEPOSITIONS OF INDEPENDENT DIRECTORS (.8); TELEPHONE CALL WITH MARK LIGHTNER (.3); RESEARCH CONCERNING COMPLIANCE COMMITTEE AND RMBS SETTLEMENT (.8); EMAIL CORRESPONDENCE AND CONFERENCE JTM RE: SAME (.2).	2.10	1,207.50
10/03/12	JPR	EXECUTE "RMBS" TERM SEARCH IN FILESITE FOR D. PIEDRA.	0.30	108.00
10/03/12	JTM	REVIEW RMBS MATERIAL IN CONNECTION WITH PROPOSED DIRECTOR DEPOS (4.0); CONFERENCE WITH DAP REGARDING DISCOVERY (.8); CALL W CLEARY RE DISCOVERY (.4); CALL WITH MOFO RE PWC RETENTION (.3); CALL WITH PAM WEST AND DP RE SAME (.7); REVIEW COMPLIANCE COMMITTEE MATERIAL IN CONNECTION WITH PWC RETENTION ISSUES (3.7).	9.90	6,781.50
10/03/12	MC	REVIEW FINAL BOARD OVERSIGHT PLAN.	2.00	1,140.00
10/04/12	DAP	COURT CALL REGARDING SCHEDULING MATTERS FOR 9019 HEARING (1.6); CONFERENCES WITH JTM AND R. DAKIS REGARDING DOCUMENT PRODUCTION AND PRIVILEGE ISSUES (.6); EMAIL CORRESPONDENCE WITH INDEPENDENT DIRECTORS CONCERNING DEPOSITIONS AND DISCOVERY (.6); TELEPHONE CALL TO COUNSEL FOR WILMINGTON TRUST CONCERNING DEPOSITION SCHEDULING (.4); RECEIVE AND REVIEW SUBPOENA FOR EDWARD SMITH (.4); EMAIL TO EDWARD SMITH (.2); RESEARCH REGARDING DOCUMENT PRODUCTION AND PRIVILEGE ISSUES FOR INDEPENDENT DIRECTORS (1.5).	6.30	3,622.50
10/04/12	JTM	COURT APPEARANCE RE RMBS DISCOVERY ISSUES (1.8) EMAILS TEAM RE DISCOVERY ISSUES AND OTHER MATTERS DISCUSSED DURING HEARING (.6); MTG WITH DAP, MC & RKD RE SAME (.9); REVIEW MATERIALS IN CONNECTION WITH DISCOVERY DEMAND (3.9).	7.20	4,932.00
10/04/12	MC	REVIEW FIGIC ISSUES RE: REVIEW OF RMBS APPROVAL PROCESS (1.5); O/C'S (.5).	2.00	1,140.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/05/12	DAP	CONFERENCE WITH JTM AND R. DAKIS CONCERNING DISCOVERY RELATING TO RMBS (.7); COMMUNICATIONS WITH MOFO RE: DISCOVERY (.3); PREPARE DEPOSITION OUTLINE FOR TED SMITH DEPOSITION (3.1); REVIEW FILED DISCLOSURES CONCERNING 9019 HEARING (.7); REVIEW MOTION PAPERS (.7).	5.50	3,162.50
10/05/12	JTM	MEETING W RD, DP, MC RE SUBPOENAS AND DISCOVERY RE RMBS SETTLEMENT (.7); CONTINUED REVIEW OF RMBS MATTERS FOR COMPLIANCE AND DEPOSITION PREP (7.4).	8.10	5,548.50
10/05/12	MC	PREPARATION FOR BOARD MEETINGS (1.5); REVIEW DOCUMENTS REGARDING RMSB DISCOVERY REQUEST (.5); O/C'S (1.0).	3.00	1,710.00
10/05/12	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN, M. CONNOLLY, AND D. PIEDRA REGARDING RMBS LITIGATION (.7); OFFICE CONFERENCES WITH J. RIED REGARDING PREPARING REVIEW TOOL FOR SAME (.3).	1.00	525.00
10/08/12	DAP	EMAIL CORRESPONDENCE WITH INDEPENDENT DIRECTORS CONCERNING BOARD MEETING (.4); EMAIL CORRESPONDENCE DARRYL RAINS REGARDING DISCOVERY (.2); PREPARE POWERPOINT PRESENTATION FOR TED SMITH MEETING (3.5).	4.10	2,357.50
10/08/12	JTM	BOARD CALL (1.0); PREP FOR SMITH AND MACK DEPOS (4.2); POST BOARD CALL DISCUSSION WITH TEAM RE DEPOS AND AUCTION PROCESS (.6); REVIEW DEBTORS STATEMENT RE PRICE WATERHOUSE (.4).	6.20	4,247.00
10/08/12	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (2.0); FOLLOW UP RE: INDEPENDENT DIRECTOR ISSUES; O/C'S (1.5).	3.50	1,995.00
10/09/12	DAP	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH DARRYL RAINS CONCERNING DISCOVERY AND INDEPENDENT DIRECTOR DEPOSITIONS (1.5); CONFER WITH JTM AND RD REGARDING INDEPENDENT DIRECTOR DISCOVERY AND PRIVILEGE ISSUES (.8); CONFERENCE CALL WITH ALL INDEPENDENT DIRECTORS CONCERNING BOARD MEETING, BANKRUPTCY STATUS, ETC. (.8); PREPARE FOR AND ATTEND PREPARATION OF TED SMITH FOR DEPOSITION (3.5); RESEARCH REGARDING PRIVILEGE ISSUES (1.0).	7.60	4,370.00
10/09/12	JPR	EXPORT OF INTERNAL E-MAILS FOR E-DISCOVERY ISSUES.	3.50	1,260.00

MorrisonCohen^{LLP}

020530 RESCAP, LLC
020530-0002 CHAPTER 11

DATE: 12/06/12
INVOICE #: 230023

FOR PROFESSIONAL SERVICES RENDERED AS OF OCTOBER 31, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/09/12	JTM	CALL W RAINES AND RD AND DP RE DISCOVERY ISSUES (1.0); MTG W/ DP AND RD RE SAME AND PRIV LOG (.4); CALL W INDEPENDENT DIRECTORS RE ALL OPEN MATTERS, DEPOS, DISCOVERY, RMBS, SALE (1); MTG W/ DAP, MC AND TED SMITH, DEPO PREP (1.9); REVIEW FILINGS RE RMBS OBJECTIONS AND RESPONSES (.6).	4.90	3,356.50
10/09/12	MC	REVIEW DOCUMENTS FOR DEPOSITION PREPARATION (TED SMITH).	2.50	1,425.00
10/10/12	DAP	PREPARE FOR AND ATTEND HEARING IN BANKRUPTCY COURT CONCERNING 9019 MOTION CONCERNING RMBS SETTLEMENT (2.5); EMAIL CORRESPONDENCE WITH INDEPENDENT DIRECTORS (.4); TELEPHONE CALL TO DARRYL RAINS REGARDING DISCOVERY (.2).	3.10	1,782.50
10/10/12	JPR	UPLOAD FILESITE DATA TO FTP FOR PROCESSING. COMMUNICATION WITH D4 RE: PROCESSING SPECIFICATIONS.	1.10	396.00
10/10/12	JTM	APPEAR AT HEARING RE PRICE WATERHOUSE, RMBS DISCOVERY ISSUES, KEIP (2.5); REVIEW RMBS DISCOVERY MATERIAL, PRIVILEGE ISSUES (3.7); O/C WITH MC RE STATUS (.5).	6.70	4,589.50
10/10/12	MC	PREPARATION FOR DEPOSITION OF INDEPENDENT DIRECTORS (1.5); FOLLOW UP ON VARIOUS ISSUES W/ JTM (.5).	2.00	1,140.00
10/11/12	DAP	EMAIL CORRESPONDENCE WITH JOHN MACK AND TED SMITH REGARDING DEPOSITION PREPARATION (.4); CONFERENCE WITH AND EMAIL WITH JTM REGARDING 9019 HEARING DISCOVERY AND DEPOSITIONS (.6); TELEPHONE CALL WITH DARRYL RAINS REGARDING 9019 MOTION REGARDING RMBS SETTLEMENT (.6); EMAIL MOCO TEAM REGARDING WITNESS PREPARATION (.3); REVIEW MATERIALS RELATING TO RMBS SETTLEMENT (3.5).	5.40	3,105.00
10/11/12	JTM	PREP FOR RMBS DISCOVERY AND REVIEW MATERIALS RE SAME (3.3).	4.20	2,877.00
10/11/12	JTM	REVIEW KEIP AND RELEASE ISSUES (1); REVIEW PLEADINGS (2).	3.00	2,055.00
10/11/12	MC	PREPARATION FOR BOARD MEETING (.5); REVIEW COURT PLEADINGS FOR DETERMINE EFFECT ON INDEPENDENT DIRECTORS (1.0).	1.50	855.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/12/12	DAP	REVIEW MATERIALS AND ATTEND BOARD MEETING OF RESCAP (1.3); REVIEW MATERIALS AND ATTEND CONFERENCE CALL WITH ALLY COUNSEL AND OFFICERS REGARDING D&O / E&O INSURANCE (1.3); EMAIL CORRESPONDENCE CONCERNING D&O ISSUES (.3); EMAIL CORRESPONDENCE WITH DARRYL RAINS REGARDING WITNESS PREP (.2); EMAIL WITH JOHN MACK RE: DEPOSITION AND MEETING (.2); EMAIL CORRESPONDENCE TED SMITH RE: DEPOSITION (.2); RESEARCH RE: SHARED SERVICES AGREEMENT OBLIGATIONS (.4); RESEARCH RE: CURRENT D&O PACKAGE AND OBLIGATION TO RENEW (1.5).	5.40	3,105.00
10/12/12	JTM	BOARD CALL (1.1); REVIEW MATERIAL IN PREP FOR BOARD CALL (.7); OCS DAP RE INSURANCE ISSUES (.3); REVIEW PLEADINGS (2.5); REVIEW INSURANCE MATERIALS (.7).	5.30	3,630.50
10/12/12	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.5); FOLLOW UP W/ JTM AND DAP (.5).	2.00	1,140.00
10/15/12	DAP	TELEPHONE CALL WITH MARK LIGHTNER (.3); TELEPHONE CALL WITH DARRYL RAINS (.2); PREP FOR MEETING JOHN MACK (.4); EMAIL CORRESP JOHN MACK & TED SMITH RE: DEPOSITIONS (.2); REVIEW KEIP MATERIAL (1.1).	2.20	1,265.00
10/16/12	DAP	PREP FOR AND ATTEND PREPARATION MEETING WITH JOHN MACK, DARRYL RAINS, ANTHONY PRINCI, JAMIE LEVITT (3.5); MEETING WITH JTM CONCERNING DISCOVERY (.7); DOC REVIEW FOR DEPOSITION (.4); PREPARE OUTLINE FOR TED SMITH DEPO PREP (.8).	5.40	3,105.00
10/16/12	JTM	DEPO PREP JOHN MACK AND MOFO RAINES, PRINCI, LEVITT (3.4); MTG WITH DAP RE DISC ISSUES (.7); REVIEW KEIP MATERIAL FOR HEARING (2.2); OC RD AND TEAM RE PRIV LOG (.6).	6.90	4,726.50
10/17/12	DAP	MEETING WITH JOHN MACK RE: DISCOVERY, STATUS, KEIP, SALE AUCTION ISSUES (1.5); PREPARE FOR AND ATTEND HEARING IN COURT (1.0).	2.50	1,437.50
10/17/12	JPR	COMMUNICATION WITH D4 REGARDING USER SET UP FOR R. DAKIS.	0.30	108.00
10/17/12	JTM	MEETING WITH INDEPENDENT DIRECTORS RE KEIP HEARING (1.8); APPEAR AT HEARING RE KEIP (2.1).	3.90	2,671.50
10/17/12	MC	MEETING W/ JOHN MACK (1.1). PREPARATION FOR AND PARTICIPATION IN COMPENSATION COMMITTEE MEETING (1.9).	3.00	1,710.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/17/12	RKD	REVIEW 192 DOCUMENTS IN REVIEW DATABASE (3.6); EMAILS WITH D. PIEDRA REGARDING REVIEW PROCESS (.3).	3.90	2,047.50
10/18/12	DAP	PREP FOR AND MEET WITH EDWARD SMITH REGARDING DEPOSITION PREPARATION.	5.50	3,162.50
10/18/12	JTM	PREP TED SMITH FOR RMBS DEPO.	4.80	3,288.00
10/18/12	RKD	REVIEW 273 DOCUMENTS IN REVIEW DATABASE.	3.90	2,047.50
10/19/12	JTM	REVIEW DEBTORS MOTION RE REMEDIATION (.3); EMAILS AMONG BOARD AND MOFO RE ALLY SETTLEMENT (.8); REVIEW LATEST STATUS UPDATE (.1); REV ALLY DISCOVERY RESPONSE (.3).	1.40	959.00
10/19/12	RKD	REVIEW 142 DOCUMENTS IN REVIEW DATABASE.	2.40	1,260.00
10/22/12	DAP	MEETING WITH TED SMITH REGARDING PREPARATION FOR DEPOSITION (3.5); PREPARE FOR AND ATTEND RESCAP BOARD MEETING AT MOFO (3.5).	7.00	4,025.00
10/22/12	JTM	MTG SMITH, PIEDRA RE RMBS DEPOS AND PREP (3.2); ATTEND AND PREP FOR BOARD MEETING AT MOFO (3.6).	6.80	4,658.00
10/22/12	MC	PREPARATION FOR (1.6) AND ATTENDANCE AT BOARD MEETING (2.6).	4.20	2,394.00
10/22/12	RKD	REVIEW 901 DOCUMENTS FOR PRIVILEGE AND RESPONSIVENESS IN RESPONSE TO WILMINGTON SUBPOENA.	8.70	4,567.50
10/23/12	DAP	PREPARE FOR (2.0) AND ATTEND AUCTION OF THE RESCAP PLATFORM ON BEHALF OF INDEPENDENT DIRECTORS AND CONFERENCES WITH DIRECTORS AND COUNSEL THROUGHOUT (9.8).	11.80	6,785.00
10/23/12	JTM	AUCTION MATTERS THROUGHOUT DAYS, DISCUSSIONS WITH BOARD MEMBERS AND TEAM MEMBERS RE SAME (3.4); EMAILS COUNSEL TO THE EXAMINER (.2); EMAILS BOARD MEMBERS INTERVIEWS (.3).	3.90	2,671.50
10/23/12	MC	PREPARE FOR (1.0); AND ATTEND BANKRUPTCY AUCTION (5.2).	6.20	3,534.00
10/23/12	RKD	REPRESENT INDEPENDENT DIRECTORS AT AUCTION OF SERVICING PLATFORM.	13.10	6,877.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/24/12	DAP	PREPARE FOR AND ATTEND CONTINUATION OF AUCTION FOR PLATFORM (3.3); CONF INDEPENDENTS RE: CONSENT ORDER COMPLIANCE COMMITTEE (.4); EMAIL CORRESPONDENCE DARRYL RAINS CONCERNING RMBS SETTLEMENT DISCOVERY ISSUES (.4).	4.10	2,357.50
10/24/12	DAP	REVIEW PRIVILEGE LOG / DOCUMENT PRODUCTION FROM INDEPENDENT DIRECTORS WHO RECEIVED A SUBPOENA (.8); CONFERENCE J MOLDOVAN CONCERNING DISCOVERY ISSUES (.3); EMAIL CORRESPONDENCE WITH EXAMINER'S COUNSEL REGARDING INTERVIEWS OF INDEPENDENT DIRECTORS (.3).	1.40	805.00
10/24/12	JPR	COORDINATE DOCUMENT PRODUCTION WITH D4.	1.30	468.00
10/24/12	JTM	BOARD MTG RE BIDDER QUALIFICATION AND AUCTION ISSUES (1.2); MTG WITH INDIES RE SALES PROCESS (2.2).	3.40	2,329.00
10/24/12	JTM	OCS RD AND DP RE PRODUCTION FOR RMBS TRUSTEES INCLUDING REVIEW OF MATERIAL (1.7).	1.70	1,164.50
10/24/12	MC	FURTHER ATTENDANCE AT THE AUCTION (2.9); BOARD MEETING (2.2).	5.10	2,907.00
10/24/12	RKD	REPRESENT INDEPENDENT DIRECTORS AT CONTINUED AUCTION OF SERVICING PLATFORM (1.8); ATTEND BOARD MEETING TO DISCUSS WHOLE LOAN PLATFORM (2.2).	4.00	2,100.00
10/24/12	RKD	REVIEW 401 DOCUMENTS FOR PRIVILEGE AND RESPONSIVENESS IN RESPONSE TO WILMINGTON SUBPOENA.	3.90	2,047.50
10/25/12	DAP	CONFS JTM REGARDING 363 AUCTION FOR PORTFOLIO (.4); REVIEW OF DOCUMENTS FOR PRIVILEGE LOG / PRODUCTION OF INDEPENDENT DIRECTORS PURSUANT TO SUBPOENA FROM WILMINGTON TRUST (1.5); CONFS R. DAKIS REGARDING DISCOVERY (.4).	2.30	1,322.50
10/25/12	JPR	COORDINATE DISCOVERY ISSUES WITH CASE TEAM (.4); COORDINATE DOCUMENT PRODUCTION WITH D4 (.8).	1.20	432.00
10/25/12	JTM	ATTEND AUCTION AND ADVISE INDIES RE ISSUES ARISING (4.3); EMAILS CHADBOURNE RE EXAMINER REQUESTS (.2); OCS INDIES RE SAME (.4).	4.90	3,356.50
10/25/12	JTM	OCS RKD AND DAP RE PRODUCTION ISSUES RE PRIVILEGE.	0.40	274.00
10/25/12	MW	PREPARE CALENDAR OF AVAILABLE DATES FOR SCHEDULING DEPOSITIONS AND INTERVIEWS WITH INDEPENDENT DIRECTORS.	1.60	344.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/25/12	MC	ATTENDANCE AT BANKRUPTCY AUCTION.	5.50	3,135.00
10/25/12	RKD	REPRESENT INDEPENDENT DIRECTORS AT AUCTION OF WHOLE LOAN PLATFORM.	3.40	1,785.00
10/25/12	RKD	EMAILS WITH J. MOLDOVAN AND D. PEIDRA REGARDING DOCUMENT PRODUCTION (.4); TELEPHONE CONFERENCE WITH D. CLARK (MOFO) REGARDING DOCUMENT REVIEW (.4).	0.80	420.00
10/26/12	DAP	PREPARE FORMAL RESPONSES TO SUBPOENAS (1.5); FINALIZE DOCUMENTS AND PRIVILEGE LOG FOR PRODUCTION (2.0); CONFERENCE WITH R. DAKIS RE: SAME (.4).	3.90	2,242.50
10/26/12	JPR	EXPORT PRIVLOG DATA OUT OF RELATIVITY FOR R. DAKIS. COORDINATE DOCUMENT PRODUCTION WITH D4.	2.10	756.00
10/26/12	JTM	OCS RD RE RMBS PRODUCTION (.4) REV PRIV LOG AND RESPONSES (1.0); CONFERENCE WITH DAP & RKD RE SAME (.4).	1.80	1,233.00
10/26/12	RKD	FINALIZE PRODUCTION OF DOCUMENTS (1.1); DRAFT PRIVILEGE LOG (6.2); REVISE MACK RESPONSE TO SUBPOENA (.7); PREPARE COVER LETTER FOR DISCOVERY RESPONSE (.4); CONFERENCE WITH D. PIEDRA AND J. MOLDOVAN REGARDING SAME (.4).	8.80	4,620.00
10/29/12	DAP	CONFERENCES WITH J. MOLDOVAN AND CORRESPONDENCE WITH INDEPENDENT DIRECTORS REGARDING DEPOSITIONS OF INDEPENDENT DIRECTORS AND EXAMINER INTERVIEWS OF INDEPENDENT DIRECTORS (1.8); TELEPHONE CONFERENCE CALL WITH J. LEAVITT MOFO REGARDING EXAMINER INTERVIEWS AND DEPOSITIONS (.4); EMAIL CORRESPONDENCE RE: SAME (.5).	2.70	1,552.50
10/29/12	JTM	MULTIPLE TCS AND EMAILS THROUGHOUT DAY RE ALL INDIE DIRECTORS RE EXAMINER INTERVIEWS (1.8); COORDINATION OF SAME (1.3); EMAILS AND CALL WITH MARC ASHLEY RE SAME (.6); EMAILS MOFO RE SAME (.6).	4.30	2,945.50
10/30/12	JTM	MULTIPLE EMAILS WITH EXAMINER COUNSEL, MOFO, AND MOCO TEAM RE EXAMINER INTERVIEWS. (1.3); EMAILS RE APPROVAL OF APA (.4).	1.70	1,164.50
10/31/12	DAP	TELEPHONE CONFERENCE CALL WITH MOFO REGARDING INDEPENDENT DIRECTOR DEPOSITIONS AND EXAMINER INTERVIEWS (.4); EMAIL CORRESPONDENCE REGARDING SAME (.5).	0.90	517.50

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10/31/12	JTM	CONTINUED EMAILS AND CALLS RE EXAMINER INTERVIEWS WITH ALL INDEPENDANT DIRECTORS (.7); EMAILS MOFO RE SAME (.7); EMAILS ALLY COUNSEL RE GARVEY INTERVIEW (.3).	1.70	1,164.50
10/31/12	MC	REVIEW STATUS DISCOVERY SCHEDULE.	1.60	912.00
10/31/12	MC	REVIEW DRAFT WAIVER LETTER.	0.60	342.00
TOTAL TASK CODE	B260	Board of Directors Matters	313.70	185726.00
GRAND TOTAL FEES			347.90	195,438.50
		TOTAL FEES SERVICES		\$ 195,438.50

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TAMMY HAMZEHPOUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF NOVEMBER 30, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
11/01/12	MW	REVIEW COURT FILINGS FOR 11/1/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH COPIES OF PLEADINGS (.2).	0.50	107.50
11/02/12	MW	RETRIEVE COURT FILINGS FOR 11/8/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
11/05/12	MW	REVIEW COURT FILINGS FOR 11/3/12 THROUGH 11/5/12 (.4); E-MAIL DAILY DOCKET TO ATTORNEYS WITH COPIES OF PLEADINGS (.2).	0.60	129.00
11/06/12	MW	REVIEW COURT FILINGS FOR 11/6/12 (.3); E-MAIL DAILY DOCKET TO ATTORNEYS WITH COPIES OF PLEADINGS (.2).	0.50	107.50
11/07/12	MW	CALENDAR FOR ATTORNEYS DEPOSITIONS.	0.30	64.50
11/07/12	MW	RETRIEVE COURT FILINGS FOR 11/7/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
11/08/12	MW	RETRIEVE COURT FILINGS FOR 11/8/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
11/09/12	MW	REVIEW COURT FILINGS FOR 11/9/12 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH COPIES OF PLEADINGS (.2).	0.50	107.50
11/12/12	MW	REVIEW COURT FILINGS FOR 11/10/12 THROUGH 11/12/12 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH COPIES OF PLEADINGS (.2).	0.50	107.50
11/13/12	MW	RETRIEVE COURT FILINGS FOR 11/13/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
11/14/12	MW	RETRIEVE COURT FILINGS FOR 11/14/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
11/15/12	MW	RETRIEVE COURT FILINGS FOR 11/15/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
11/16/12	MW	RETRIEVE COURT FILINGS FOR 11/16/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/19/12	MW	RETRIEVE COURT FILINGS FROM 11/17/12 THROUGH 11/19/12; E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
11/20/12	MW	RETRIEVE COURT FILINGS FOR 11/20/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
11/21/12	MW	RETRIEVE COURT FILINGS FOR 11/21/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
11/26/12	MW	REVIEW COURT FILINGS FROM 11/22/12 THROUGH 11/26/12 (.7); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.80	172.00
11/27/12	MW	RETRIEVE COURT FILINGS FOR 11/27/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
11/28/12	MW	RETRIEVE COURT FILINGS FOR 11/8/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
11/29/12	MW	RETRIEVE COURT FILINGS FOR 11/29/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
11/30/12	MW	REVIEW COURT FILINGS FOR 11/30/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
TOTAL TASK CODE	B110	Case Administration	9.90	2128.50
TASK CODE	B160	Fee/Employment Applications		
11/08/12	MW	REVISIONS TO MC SEPTEMBER INVOICE.	0.70	150.50
TOTAL TASK CODE	B160	Fee/Employment Applications	0.70	150.50
TASK CODE	B260	Board of Directors Matters		
11/01/12	DAP	EMAIL WITH COUNSEL FOR WILMINGTON TRUST REGARDING DISCOVERY (.2); E-MAIL WITH RKD RE PRIVILEGE LOG (.3); EMAIL REGARDING BOARD MEETING (.2); REV. BOARD MTG MATERIALS (.4); REVIEW 9019 PLEADINGS (1.5).	2.30	1,322.50
11/01/12	JTM	DISCUSSIONS WITH BOARD MEMBERS CONCERNING EXAMINER INTERVIEWS.	0.60	411.00
11/01/12	MC	REVIEW COMPENSATION COMMITTEE MATERIALS (1.1); FOLLOW UP RE: DISCOVERY SCHEDULE (.9).	2.00	1,140.00
11/01/12	RKD	EMAILS WITH D. PEIDRA REGARDING SCHEDULING CALL WITH COUNSEL FOR WILMINGTON RE: PRIV LOG (.3); EMAILS WITH M. LIGHTNER (CLEARY) REGARDING SAME (.1).	0.40	210.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/02/12	DAP	PREP FOR AND ATTEND TELEPHONIC MEETING OF BOARD OF DIRECTORS OF RESCAP (1.3); REVIEW ASSET PURCHASE AGREEMENT CHANGES RE: AUCTION (1.0); TELEPHONE CONFERENCE CALL WITH TED SMITH, PAM WEST AND KARN CHOPRA RE: AUCTION PROCESS, APA CHANGES (1.5); REVIEW RESOLUTION CONCERNING UNANIMOUS WRITTEN CONSENT FOR APPROVAL OF APA'S WITH OCWEN AND BERKSHIRE (.5); TELEPHONE CALL WITH COUNSEL FOR WILMINGTON TRUST REGARDING DOCUMENT PRODUCTION AND PRIVILEGE LOG (.3); TELEPHONE CALL WITH R. DAKIS RE: SAME (.3); ISSUES CONCERNING CLAIM BAR DATE AND PROOF OF CLAIM FOR INDEPENDENT DIRECTORS (.5).	5.30	3,047.50
11/02/12	JTM	PREPARATION FOR (1.3) AND PARTICIPATION IN BOARD MEETING (1.1); MEETING OF INDEPENDENT DIRECTORS (.8); DISCUSSION WITH SMITH RE BOARD ISSUES (.4); DISCUSSION WITH ILANY RE SAME (.5).	4.10	2,808.50
11/02/12	MC	PREPARATION FOR (2.4) AND PARTICIPATION IN BOARD MEETING (1.2); COMPENSATION COMMITTEE MEETING (.9) AND MEETING OF INDEPENDENT DIRECTORS (.8).	5.30	3,021.00
11/02/12	RKD	TELEPHONE CONFERENCE WITH D. PEIDRA REGARDING CALL WITH COUNSEL FOR WILMINGTON RE: PRIV LOG (.3); TELEPHONE CONFERENCE WITH M. LIGHTNER (CLEARY), AND D. PIEDRA REGARDING SAME (.3); FOLLOW UP EMAILS WITH D. PIEDRA (.1).	0.70	367.50
11/04/12	DAP	TELEPHONE CONFERENCE CALL WITH BOARD OF DIRECTORS CONCERNING REQUEST FOR ADDITIONAL BOARD MEMBER (2.6); TELEPHONE CALL AND EMAIL EXCHANGE WITH JOE MOLDOVAN AND MICHAEL CONNOLLY REGARDING SAME (.5).	3.10	1,782.50
11/04/12	JTM	TELEPHONE CONFERENCE CALL WITH BOARD OF DIRECTORS CONCERNING REQUEST FOR ADDITIONAL BOARD MEMBER (.8); TELEPHONE CALL AND EMAIL EXCHANGE WITH DP AND MICHAEL CONNOLLY REGARDING SAME (.5).	1.30	890.50

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11/05/12	DAP	CONFERENCE WITH JOE MOLDOVAN AND MICHAEL CONNOLLY REGARDING RECAP OF SUNDAY BOARD CALL (.4); TELEPHONE CALL WITH JOHN MACK REGARDING DISCUSSIONS WITH CREDITOR CONSTITUENTS (.9); TELEPHONE CALL WITH DAVID BROWN MOFO RE: DISCOVERY (.2); REVIEW MATERIAL IN PREP FOR DEPOSITIONS (1.0); EMAIL CORRESPONDENCE REGARDING SCHEDULING OF DEPOSITIONS (.4); BEGIN DEPOSITION PREPARATION OUTLINE (.6).	3.70	2,127.50
11/05/12	JTM	COURT CONFERENCE RE RMBS DISCOVERY (1.2); OC DP RE SUNDAY BOARD CALL (.4); CALL WITH PAM WEST AND JOHN MACK RE SAME (.8); EMAIL DEBTOR RE IMPACT OF HURRICANE ON BAR DATE (.2).	2.60	1,781.00
11/05/12	MW	PREPARE PROOF OF CLAIM FORMS ON BEHALF OF EACH DIRECTOR.	1.00	215.00
11/05/12	MC	TELEPHONIC CONFERENCE W/ P. WEST AND J. MACK REGARDING DISCOVERY AND OTHER MATTERS (.7); CONF W/ JTM AND DAP RE BOARD CALL (.4).	1.10	627.00
11/05/12	RKD	DRAFT PROOF OF CLAIM FORMS FOR INDEPENDENT DIRECTORS (1.2); DRAFT RIDER TO J. MACK PROOF OF CLAIM FORM (2.1); EMAILS WITH J. MOLDOVAN ET AL., REGARDING SAME (.2).	3.50	1,837.50
11/06/12	DAP	TELEPHONE CALL TED SMITH REGARDING DISCOVERY (5); REVIEW DEPO PREP MATERIALS REGARDING RMBS 9019 MOTION (1.0).	1.50	862.50
11/06/12	JTM	DEPO PREP FOR MACK AND SMITH INCLUDING DOC REVIEW.	6.40	4,384.00
11/06/12	MC	REVIEW DOCUMENTS IN PREP FOR T. SMITH DEPO.	1.90	1,083.00
11/06/12	RKD	EDIT PRIVILEGE LOG TO INCLUDE ADDITIONAL DESCRIPTIONS REQUESTED BY WILMINGTON COUNSEL (3.1); REVIEW DOCUMENTS IN CONNECTION WITH SAME (1.2); EMAILS WITH D. PEIDRA REGARDING SAME (.3).	4.60	2,415.00
11/07/12	DAP	EMAILS AND TELEPHONE CALLS WITH INDEPENDENT DIRECTORS AND COUNSEL FROM MOFO CONCERNING DEPOSITION SCHEDULING OF MACK AND TED SMITH, PREPARATION AND DISCOVERY (1.0).	1.00	575.00
11/07/12	JL	PREPARE FOR AUDIT COMMITTEE MEETING.	1.80	1,089.00
11/07/12	JTM	PREP FOR MACK AND SMITH DEPOS INCLUDING EXTENSIVE DOCUMENT REVIEW (6.3); EMAILS WITH EXAMINER COUNSEL (.1).	6.40	4,384.00

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11/07/12	MW	RETRIEVE MOTIONS RELATED TO RMBS SETTLEMENTS (.2); E-MAIL RE SAME TO DAP (.1).	0.30	64.50
11/07/12	MC	REVIEW MATERIALS (I.E. PLEADINGS AND PRESENTATIONS) TO PREPARE FOR EXAMINER INTERVIEW.	1.60	912.00
11/07/12	RKD	FURTHER EDITS TO PRIVILEGE LOG TO INCORPORATE ADDITIONAL DESCRIPTIONS (.9); DRAFT KEY OF ATTORNEYS ON PRIVILEGE LOG (.3); EMAILS WITH D. PIEDRA REGARDING SAME (.2); EMAILS WITH M. LIGHTNER, ET AL., RE SAME (.2).	1.60	840.00
11/08/12	DAP	ATTEND DEPOSITION OF RUCKDASCHER (5.0); REVIEW 9019 MOTION AND PREP FOR MEETINGS WITH INDEPENDENT DIRECTORS MACK AND SMITH IN PREPARATION FOR DEPOSITIONS (3.5).	8.50	4,887.50
11/08/12	JL	ATTEND AUDIT COMMITTEE CALL/MEETING.	2.50	1,512.50
11/08/12	JTM	REVIEW DOCUMENTS FOR RMBS DEPO PREP.	3.20	2,192.00
11/08/12	MC	ATTEND AUDIT COMMITTEE MEETING (.8); REVIEW MATERIALS IN CONNECTION W/ SAME (.6); ATTENTION TO INDEPENDENT DIRECTOR INQUIRIES (.7).	2.10	1,197.00
11/08/12	RKD	REVISE DRAFT RIDER TO INDEPENDENT DIRECTORS PROOF OF CLAIM (.9); DRAFT PROOF OF CLAIM FOR P. WEST (1.1); DRAFT PROOF OF CLAIM FOR T. SMITH (1.1); DRAFT PROOF OF CLAIM FOR J. ILANY (1.4); EMAILS WITH J. MOLDOVAN, M. CONNOLLY AND D. PIEDRA REGARDING SAME (.2).	4.70	2,467.50
11/09/12	DAP	TELEPHONE CALL BROWN AT MOFO RE: EXAMINER INTERVIEWS AND DISCOVERY (.2); EMAIL J. LEVITT RE: MACK (.2); CONF JTM RE: DEPOSITIONS (.2); DEPO SCHEDULING (.2); REVIEW PROOF OF CLAIM ISSUE FOR INDEPENDENTS RE: INDEMNIFICATION (.3); DEPOSITION PREP FOR 9019 DEPOS (1.0).	2.10	1,207.50
11/09/12	JTM	ATTEND SPECIAL BOARD MEETING.	1.00	685.00
11/09/12	MW	FURTHER REVISIONS TO PROOFS OF CLAIM.	1.20	258.00
11/09/12	MC	PREPARATION FOR (2.0) AND PARTICIPATION IN BOARD MEETING (1.0); REVIEW OF PROOFS OF CLAIM (2.1); REVIEW SUMMERY (.3).	5.20	2,964.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/09/12	RKD	EMAIL WITH J. MACK REGARDING PROOF OF CLAIM (.2); EMAILS WITH P. WEST REGARDING PROOF OF CLAIM (.2); EMAILS WITH T. SMITH REGARDING PROOF OF CLAIM (.3); EMAILS WITH J. ILANY REGARDING PROOF OF CLAIM (.4); REVISIONS TO ILANY PROOF OF CLAIM (.2); DRAFT PROOF OF CLAIM FOR K. HIRTLE-GARVEY (1.1); EMAILS WITH K. HIRTLE-GARVEY REGARDING SAME (.2).	2.60	1,365.00
11/12/12	DAP	PREP FOR AND ATTEND DEPOSITION OF THOMAS MARANO (7.5); CONFERENCE JOE MOLDOVAN RE: SAME (.5).	8.00	4,600.00
11/12/12	JL	EMAIL EXCHANGE WITH MOLDOVAN RE AUDIT COMMITTEE.	0.20	121.00
11/12/12	JTM	ATTEND MARANO DEPOSITION IN RMBS MATTER (7.5); CONFERENCE WITH DAP RE SAME (.5); MEETING WITH JOHN MACK RE RMBS DEPOSITION AND OTHER BOARD MATTERS (1.6).	9.60	6,576.00
11/12/12	MC	MEETING W/ INDEPENDENT DIRECTORS (2.3); REVIEW DOCUMENTS FOR DEPOSITIONS (1.8).	4.10	2,337.00
11/13/12	DAP	PREP FOR AND ATTEND PORTION OF DEPOSITION OF TAMMY HAMZEHPOUR BY TELEPHONE (4.5); DEPOSITION PREPARATION WITH JOHN MACK AT MOFO (4.5); DOCUMENT AND EXHIBIT REVIEW FOR DEPOSITION (1.0).	10.00	5,750.00
11/13/12	JTM	MTG WITH JOHN MACK, MOFO AND OTHERS FOR MACK DEPO PREP (4.6); ATTEND HAMZEHPOUR DEPOSITION (6.2).	10.80	7,398.00
11/13/12	MW	COORDINATE FILING OF ILANY AND HIRTLE-GARVEY'S PROOFS OF CLAIM.	0.60	129.00
11/14/12	DAP	MEETING AT MOFO FOR PREP FOR JOHN MACK DEPO (1.5); ATTEND DEPOSITION OF JOHN MACK (3.2); REVIEW EXHIBITS AND PREPARE DEPOSITION MATERIALS FOR PREPARATION OF TED SMITH (3.5).	8.20	4,715.00
11/14/12	JTM	PARTICIPATE IN JOHN MACK DEPOSITION (3.2); MTG WITH COMMITTEE AND COUNSEL (1.4); MTG WITH INDIES RE COMMITTEE AND OPEN MATTERS (6.2).	10.80	7,398.00
11/14/12	MW	TRIP TO MOFO OFFICE TO PICK UP J. MACK'S PROOF OF CLAIM (.7); COORDINATE FILING SAME WITH THE BANKRUPTCY COURT (.2).	0.90	193.50
11/14/12	MC	MEETING W/ INDEPENDENT DIRECTORS AND COUNSEL (2.8); FOLLOW UP CORRESPONDENCE (.3).	3.10	1,767.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/15/12	DAP	DEPOSITION PREPARATION WITH TED SMITH (4.0); MEETING AT MOFO FOR PREPARATION OF TED SMITH (3.0); MEETING WITH MOFO CONCERNING JOHN MACK DEPOSITION TRANSCRIPT, STRATEGY FOR REMAINING DEPOSITIONS, 9019 HEARING AND EXAMINER INTERVIEWS (1.5).	8.50	4,887.50
11/15/12	JL	REVIEW MATERIAL AND ATTEND COMPENSATION COMMITTEE MEETING.	1.40	847.00
11/15/12	JTM	PREP TED SMITH FOR DEPOSITION (8.2); REVIEW MACK TR (1.3) AND DISCUSS SAME WITH TEAM (.6).	10.10	6,918.50
11/15/12	MW	FILE WEST AND SMITH'S PROOF OF CLAIM.	1.20	258.00
11/16/12	DAP	EMAIL CORRESPONDENCE WITH MOFO CONCERNING JOHN MACK AND TED SMITH EXAMINATIONS (.5); REVIEW JOHN MACK TRANSCRIPT (.5); PREPARE FOR EXAMINER INTERVIEWS OF INDEPENDENT DIRECTORS (1.2); RMBS DISCOVERY (.9); REC/REV LETTER FROM MALONEY CONCERNING ADD'L DOCUMENTS (.2); TELEPHONE CALL WITH JAMIE LEVITT AND ARIEL RUIZ (.3).	3.80	2,185.00
11/16/12	JTM	DISCUSSION WITH DP CONCERNING RMBS DISCOVERY (.9) REVIEW TRANSCRIPTS OF DEPOSITIONS, MARANO, WHITLINGER, MACK (7.3); TC GL RE SALE HEARING (.2).	8.40	5,754.00
11/18/12	DAP	EMAIL CORRESPONDENCE WITH JOHN MACK CONCERNING SALE HEARING.	0.60	345.00
11/19/12	DAP	IN COURT TO ATTEND SALE HEARING WITH JOHN MACK (5.5); REVIEW TRANSCRIPT OF JOHN MACK TESTIMONY (.5); TELEPHONE CALL WITH PETER DAY / MOFO CONCERNING EXAMINER INTERVIEWS OF INDEPENDENT DIRECTORS (1.0).	7.00	4,025.00
11/19/12	JTM	APPEAR AT SALE HEARING DISCUSSIONS AND WITH DIRECTORS DURING COURSE OF SAME (7.6); REVIEW MACK TR AND OTHER TRS RE RMBS SETTLEMENT (3.8).	11.40	7,809.00
11/19/12	RKD	REPRESENT BOARD OF DIRECTORS AT HEARING TO APPROVE SALE CONTRACT.	6.40	3,360.00
11/20/12	DAP	REVIEW TRANSCRIPT OF JOHN MACK DEPOSITION (2.6); LENGTHY MEETING WITH JOHN MACK REGARDING DEPOSITION AND PREP FOR UPCOMING EXAMINER INTERVIEW (4.0); TELEPHONE CALL JAMIE LEVITT / MOFO CONCERNING DISCOVERY ISSUES (.5); O/C WITH JTM RE SAME (.4).	7.50	4,312.50

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11/20/12	JTM	REVIEW MATERIAL TO RESPOND TO EXAMINER SUBPOENA (2.1); OCS DP AND RD RE SAME (.4); MTG WITH MACK AND DP RE DEPOSITION (2.1); COMP COMMITTEE MEETING (1.3).	5.90	4,041.50
11/20/12	MC	PREPARATION FOR (1.2) AND PARTICIPATION IN COMPENSATION COMMITTEE MEETING (1.0).	2.20	1,254.00
11/21/12	DAP	RECEIVE AND REVIEW FINAL TRANSCRIPTS OF TOM MARANO, TAMMY HAMZEHPUR, AND JOHN RUCKDASCHER (4.2); EMAIL CORRESPONDENCE WITH EXAMINER'S COUNSEL REGARDING SUBPOENA RESPONSE (.2); FINALIZE REVIEW OF MACK TRANSCRIPT (1.4).	5.80	3,335.00
11/21/12	JTM	REVIEW REVISED MACK AND HAMZEPOUR TRANSCRIPTS.	2.60	1,781.00
11/21/12	MC	REVIEW SALE ORDERS.	3.20	1,824.00
11/23/12	JTM	REVIEW MATERIALS IN PREP FOR EXAMINER INTERVIEWS, BOARD BOOKS, PRESENTATIONS, OTHER DOCUMENTS AND MATERIALS.	8.80	6,028.00
11/24/12	DAP	TELEPHONE MEETING WITH JOHN MACK CONCERNING 9019 RMBS ISSUES.	2.50	1,437.50
11/25/12	JTM	CONTINUED REVIEW OF EXAMINER MATERIALS IN CONNECTION WITH PREP FOR EXAMINATIONS.	4.70	3,219.50
11/26/12	DAP	TELEPHONE CALL AND PREPARATION WITH JONATHAN ILANY AND JOE MOLDOVAN (2.5); REVIEW MATERIALS FOR ILANY PREPARATION (2.5); RECEIVE AND REVIEW EXAMINER SUBMISSIONS FROM FGIC, MBIA, SENIOR UNSECURED NOTE HOLDERS AND COMMITTEE OF UNSECURED CREDITORS (4.5); TELEPHONE CALL WITH JAMIE LEVITT (.4).	9.90	5,692.50
11/26/12	JTM	MEETING WITH DAP & J. ILANY RE ILANY DEPO (2.5); REVIEW MATERIALS FOR PREP FOR ILANY EXAMINATION (3.4).	8.90	6,096.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/27/12	DAP	REVIEW MATERIALS FOR ILANY PREPARATION (2.2); ATTEND PREPARATION SESSION FOR JONATHAN ILANY INTERVIEW (6.5); TELEPHONE CALL WITH DARRYL RAINS CONCERNING JOHN MACK (.4); TELEPHONE CALL WITH TED SMITH CONCERNING EXAMINER INTERVIEW (.4); PREPARE FOR ILANY INTERVIEW (1.4); DRAFT LETTER TO TOM MALONEY CONCERNING MACK SUBPOENA (.8); EMAIL CORRESPONDENCE JAMIE LEVITT REGARDING DISCOVERY (.4); REVIEW EMAIL CORRESPONDENCE FROM CLEARY GOTTLEIB REGARDING SUBPOENA (.4); DRAFT EMAIL TO TOM MALONEY (.6); O/C WITH RFD RE EXAMINER SUBPOENA (.3).	12.40	7,130.00
11/27/12	JTM	REVIEW MATERIAL FOR JOHN ILANY EXAMINATION (5.4); PREP ILANY FOR EXAMINATION (6.2).	11.60	7,946.00
11/27/12	RKD	OFFICE CONFERENCE WITH D. PIEDRA REGARDING ILANY RESPONSE TO EXAMINER SUBPOENA (.3); REVISE PRIVILEGE LOG TO RESPONSE TO ILANY SUBPOENA (1.1); DRAFT RESPONSE TO ILANY SUBPOENA (1.2); EMAILS WITH J. MOLDOVAN AND D. PIEDRA REGARDING SAME (.3); EMAIL WITH C. CHILD REGARDING SAME (.2).	3.10	1,627.50
11/28/12	DAP	PREPARE FOR AND ATTEND EXAMINER INTERVIEW WITH JONATHAN ILANY (7.0); TELEPHONE CALL WITH DARRYL RAINS REGARDING DEPOSITION (.4); PREPARE FOR TED SMITH INTERVIEW PREP (1.5).	8.90	5,117.50
11/28/12	JTM	PARTICIPATE IN ILANY EXAMINATION (6.1); REVIEW MATERIAL FOR TED SMITH EXAMINATION (4.8).	10.90	7,466.50
11/28/12	MC	PARTICIPATION IN TELEPHONE BOARD MEETING.	0.90	513.00
11/28/12	RKD	REVIEW EXAMINER PROTECTIVE ORDER (.8); EMAILS WITH S. HOURANG (LUSKIN) REGARDING EXAMINER ISSUES WITH GOLDIN PRODUCTION (.6); REVIEW DOCUMENTS MARKED AS HIGHLY CONFIDENTIAL IN CONNECTION WITH SAME (2.3).	3.70	1,942.50
11/29/12	DAP	PREPARE FOR AND MEET WITH TED SMITH TO PREPARE FOR EXAMINER INTERVIEW (6.5); REVIEW MATERIALS FOR EXAMINER INTERVIEW (1.5); REVISE MACK TRANSCRIPT (1.0); TELEPHONE CALL JOHN MACK CONCERNING DISCOVERY (.5).	9.50	5,462.50
11/29/12	JTM	REVIEW MATERIAL FOR TED SMITH EXAMINATION (6.6); PREP TED SMITH FOR EXAMINATION (6.8).	13.40	9,179.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/29/12	MW	SEARCH FOR VARIOUS PRESENTATIONS BY SKADDEN AND MOFO (.8); E-MAIL SAME TO RKD (.1); FOLLOW UP WITH JTM RE: SAME (.1).	1.00	215.00
11/30/12	DAP	PREP FOR AND ATTEND EXAMINER INTERVIEW OF EDWARD F. SMITH III (7.0); EMAIL CORRESPONDENCE WITH JAMIE LEVITT RE: DISCOVERY (.4); REVIEW PROPOSED LETTER TO MARK ASHLEY (.4); BEGIN RESEARCH CONCERNING DIRECTOR BREACH OF FIDUCIARY DUTY ASSERTIONS CONTAINED IN BRIEF SUBMITTED TO THE EXAMINER BY COUNSEL FOR WILMINGTON TRUST (1.5).	9.30	5,347.50
11/30/12	ET	REVIEWED MATERIALS IN PREPARATION OF TED SMITH EXAMINATION.	0.80	388.00
11/30/12	JTM	PREP FOR TED SMITH EXAMINER EXAMINATION (3.4); APPEAR AT TED SMITH EXAMINATION (5.8).	9.20	6,302.00
TOTAL TASK CODE	B260	Board of Directors Matters	379.00	231966.50
GRAND TOTAL FEES			389.60	234,245.50
		TOTAL FEES SERVICES		\$ 234,245.50

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DATE: 02/11/13
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TAMMY HAMZEHPOUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF DECEMBER 31, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
12/04/12	MW	REVIEW COURT FILINGS FOR 12/4/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.30	64.50
12/05/12	MW	REVIEW COURT FILINGS FOR 12/5/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
12/06/12	MW	REVIEW COURT FILINGS FOR 12/6/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
12/07/12	JPR	UPLOADED DATA TO D4 FOR PROCESSING TO RELATIVITY.	0.80	288.00
12/11/12	MW	REVIEW COURT FILINGS FOR 12/11/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
12/12/12	MW	REVIEW COURT FILINGS FOR 12/12/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
12/13/12	MW	REVIEW COURT FILINGS FOR 12/13/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
12/13/12	MW	PREPARING BINDERS FOR JTM WITH DOCUMENTS SUBMITTED PER EXAMINER'S REQUEST.	2.60	559.00
12/14/12	MW	REVIEW COURT FILINGS FOR 12/14/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
12/18/12	MW	REVIEW COURT FILINGS FOR 12/18/12 (.2); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.30	64.50
12/19/12	MW	REVIEW COURT FILINGS FOR 12/19/12 (.3); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
12/20/12	MW	REVIEW COURT FILINGS FOR 12/20/12 (.4); E-MAIL DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
TOTAL TASK CODE	B110	Case Administration	7.40	1707.00
TASK CODE	B160	Fee/Employment Applications		
12/07/12	MW	REVIEW MC NOVEMBER INVOICE (.3); REVISE SAME(.5); DRAFT COVER LETTER (.4).	1.20	258.00

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12/20/12	RKD	ATTEND OMNIBUS HEARING, INCLUDING HEARING ON FEE APPLICATIONS (5.1).	5.10	2,677.50
TOTAL TASK CODE	B160	Fee/Employment Applications	6.30	2,935.50
TASK CODE	B170	Fee/Employment Objections		
12/07/12	MW	REVIEW US TRUSTEE OBJECTION TO FEE APPLICATIONS (.4); E-MAIL SAME TO RKD (.1).	0.50	107.50
12/07/12	RKD	REVISE MONTHLY FEE STATEMENTS TO REMOVE CONFIDENTIAL MATERIALS (1.1); OFFICE CONFERENCE WITH M. WIATRAC REGARDING SAME (.1); EMAILS WITH M. CONNOLLY REGARDING SAME (.1); REVIEW UST OBJECTION TO MOCO FIRST QUARTERLY FEE APPLICATION (.7); OFFICE CONFERENCE WITH J. MOLDOVAN REGARDING SAME (.1).	2.10	1,102.50
12/12/12	NS	CONFERENCE WITH ROBERT DAKIS RE: PORTION OF U.S. TRUSTEE'S OMNIBUS OBJECTION TO FIRST INTERIM FEE APPLICATIONS RELEVANT TO MORRISON COHEN (MOCO), AND NEED FOR A PROMPT INFORMAL RESPONSE (0.2); REVIEW RELEVANT PORTIONS OF U.S. TRUSTEE'S OBJECTION AND MOCO FIRST INTERIM FEE APPLICATION (0.6).	0.80	360.00
12/13/12	NS	ANALYSIS OF U.S. TRUSTEE'S FEE APPLICATION OBJECTION AND DRAFT A SUMMARY RESPONSE (4.5); DRAFT A TRANSMITTAL E-MAIL TO U.S. TRUSTEE'S ATTORNEYS WITH THE SUMMARY RESPONSE AND REQUESTING A CONFERENCE CALL TO DISCUSS THEIR OBJECTION AND THE MOCO RESPONSE (0.3).	4.80	2,160.00
12/14/12	NS	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH U.S. TRUSTEE'S ATTORNEYS RE: MOCO PORTION OF U.S. TRUSTEE'S OMNIBUS OBJECTION TO FIRST INTERIM FEE APPLICATIONS AND THE MOCO RESPONSE (1.7); FOLLOW-UP EXPENSE AND FEE CALCULATIONS TO ADDRESS QUESTIONS POSED BY THE U.S. TRUSTEE'S ATTORNEYS DURING CONFERENCE CALL (0.5); DRAFT SUPPLEMENTAL E-MAIL REPLY TO U.S. TRUSTEE'S ATTORNEYS WITH ANSWERS AND COUNTER-OFFER TO RESOLVE THE OBJECTION (0.3); REVIEW REPLY E-MAIL FROM U.S. TRUSTEE'S ATTORNEY ACCEPTING THE MOCO COUNTER-OFFER TO RESOLVE THE OBJECTION, ADVISE ROBERT DAKIS (0.1).	2.60	1,170.00
12/14/12	RKD	TELEPHONE CONFERENCE WITH B. MASOMOTO, M. DRISCOLL AND N. SIEGEL REGARDING UST OBJECTION TO MOCO FEE APPLICATION (.6); OFFICE CONFERENCES WITH J. MOLDOVAN, AND M. CONNOLLY REGARDING SAME (.2); EMAILS WITH J. LEVY, ET AL., REGARDING SAME (.1).	0.90	472.50

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12/18/12	NS	FOLLOW-UP COMMUNICATIONS WITH U.S. TRUSTEE'S COUNSEL CONFIRMING RESOLUTION OF THEIR FEE OBJECTION.	0.30	135.00
TOTAL TASK CODE	B170	Fee/Employment Objections	12.00	5,507.50
TASK CODE	B260	Board of Directors Matters		
12/01/12	DAP	REVIEW AND COMMENT ON PROPOSED LETTER TO CLEARLY CONCERNING IB FINANCE TRANSACTION ISSUE RAISED DURING EXAMINER INTERVIEW OF TED SMITH (.5); EMAIL CORRESPONDENCE WITH JAMIE LEVITT RE: SAME (.4); REVIEW NOTES REGARDING INDEPENDENT DIRECTOR COMMITTEE MEETINGS (.4); REVIEW DOCUMENT PRODUCTION FOR CLEARLY (.4).	1.70	977.50
12/01/12	JTM	REVIEW AND RESPOND TO EMAILS RE PRODUCTION OF MATERIAL TO EXAMINER AND WILMINGTON (.9); REVIEW PROPOSED EMAIL TO COUNSEL FOR EXAMINER RE SMITH EXAMINATION (.5).	1.40	959.00
12/02/12	JTM	REVIEW OF MATERIAL POST TED SMITH EXAMINATION FOR SUPPLEMENTAL SUBMISSION TO EXAMINER.	3.70	2,534.50
12/03/12	DAP	REVIEW MATERIALS FOR JOHN MACK INTERVIEW PREPARATION (3.5); MEET WITH JOHN MACK FOR INTERVIEW PREPARATION (4.5); CONFERENCE JTM AND LEVITT AT MOFO RE: 9019 STATUS AND STRATEGY (.5); REVIEW MACK DEPOSITION TRANSCRIPT FOR FURTHER CHANGES (.5); RECEIVE/REVIEW CORRESPONDENCE FROM TOM MALONEY CONCERNING SUBPOENA TO JOHN MACK (.4); PREPARE RESPONSE TO MALONEY LETTER (.5).	9.90	5,692.50
12/03/12	JTM	PREP JOHN MACK FOR EXAMINATION BY EXAMINER (4.4); REVIEW MATERIALS IN CONNECTION WITH SAME (3.7); REVIEW MOTION TO APPOINT MEDIATOR (.8).	8.90	6,096.50
12/04/12	DAP	REVIEW MATERIALS FOR EXAMINER INTERVIEW BINDER (4.5) PREPARE FOR THE EXAMINER INTERVIEW OF JOHN MACK, MEETING WITH JOHN MACK, JOE MOLDOVAN AND JAMIE LEVITT AT MOFO (5.5); CORRESPONDENCE WITH MOFO RE: SAME (.4); ATTEND TO COLLECTION OF DOCUMENTS FROM FORMER DIRECTOR KARIN HIRTLE-GARVEY (.8); CORRESPONDENCE JOEL HAIMS AT MOFO CONCERNING D&O INSURANCE RENEWAL/EXTENSION FOR INDEPENDENTS (.6).	11.80	6,785.00

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12/04/12	JTM	REVIEW MATERIALS AND PREP JOHN MACK FOR EXAMINATION.	8.60	5,891.00
12/04/12	MC	PREPARATION FOR (.9) AND PARTICIPATION IN COMPENSATION COMMITTEE MEETING (1.1).	2.00	1,140.00
12/05/12	DAP	PREPARE FOR EXAMINER INTERVIEW OF JOHN MACK (2.2); ATTEND EXAMINER INTERVIEW OF JOHN MACK (5.0); REVIEW CREDITOR'S SUBMISSIONS TO THE EXAMINER WHICH ASSERT POTENTIAL CLAIMS AGAINST DIRECTORS AND BEGIN PREPARATION FOR A RESPONSE TO SAME (3.0); RESEARCH CONCERNING BREACH OF FIDUCIARY DUTY CLAIMS ASSERTED IN THE EXAMINER SUBMISSIONS BY CREDITOR AND POTENTIAL DEFENSES TO SAME (2.6); DISCUSSIONS WITH FTI REGARDING FORENSIC EXAMINATION OF EMAIL OF JOHN MACK (.6).	13.40	7,705.00
12/05/12	JTM	PREP FOR (4.2) AND PARTICIPATE IN MACK EXAMINATION (4.0).	8.20	5,617.00
12/06/12	DAP	CONFERENCE CALL WITH FTI CONCERNING REVIEW OF JOHN MACK COMPUTER (.5); COORDINATE THE SEARCH AND REVIEW OF JOHN MACK COMPUTER FOR RESPONSIVE DOCUMENTS (.8); RESEARCH CONCERNING STATUTE OF LIMITATIONS IN CONNECTION WITH OPPOSITION TO POTENTIAL BREACH OF FIDUCIARY DUTY CLAIMS AGAINST DIRECTORS ASSERTED BY WILMINGTON TRUST IN EXAMINER SUBMISSION (3.3); DRAFT RESPONSE TO WILMINGTON TRUST EXAMINER SUBMISSION (7.0); COMMUNICATIONS WITH MOFO RE: SAME (.5).	12.10	6,957.50
12/06/12	JTM	TC DAN DONOVAN RE GARVEY INTERVIEW (.2); OC DP RE SAME (.1); TC K&E W/ DP RE GARVEY INTERVIEW (.7); MEETING WITH GARVEY AND MC FOR PREP (2) PREP FOR GARVEY INTERVIEW (6.3).	9.30	6,370.50
12/06/12	MC	MEETING W/ KARIN HIRTLE-GARVEY IN PREPARATION FOR INTERVIEW.	1.50	855.00
12/07/12	JL	PARTICIPATE IN COMPENSATION COMMITTEE CALL	0.50	302.50
12/07/12	JTM	BOARD CALL (.5); COMP COM CALL (.7); REVIEW MATERIAL FOR EXAMINER AND REVIEW EXAMINER SUBMISSIONS (4.6).	5.80	3,973.00
12/07/12	LM	PREPARE ERRATA SHEET FOR DEPOSITION TRANSCRIPT OF JOHN MACK.	2.30	575.00
12/07/12	RKD	EMAILS WITH J. LEVITT, D. RAINS AND J. MACK REGARDING DEPOSITION ERRATA SHEET (.3).	0.30	157.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/09/12	JTM	REVIEW PARTIES' SUBMISSIONS TO EXAMINER (3.8); REVIEW MARANO DEPO TRANSCRIPT (2.7); REVIEW PROPOSED MACK ERRATA (.9).	7.40	5,069.00
12/10/12	JTM	OCS RD RE EXPERT DEPOSITIONS (.2); EMAILS DEBTORS' COUNSEL RE SAME (.2); CONTINUED REVIEW OF RMBS SUBMISSIONS (3.7); PREP FOR GARVEY EXAMINER INTERVIEW (3.1); REVIEW THIRD PARTY EXAMINER SUBMISSIONS (3.4).	10.70	7,329.50
12/10/12	MC	REVIEW RMBS SUBMISSIONS.	3.70	2,109.00
12/10/12	RKD	REVIEW DRAFT RESPONSE TO RMBS SETTLEMENT FROM WILMINGTON (.7); REVIEW DRAFT RMBS RESPONSE FROM FGIC (.8); REVIEW DRAFT RMBS RESPONSE FROM COMMITTEE (.7); CREATE CHART OF J. MACK REFERENCES IN SAME (1.2); EMAILS WITH E. HAMMERQUIST (FTI) REGARDING MACK EMAIL COLLECTION (.2).	3.60	1,890.00
12/11/12	DAP	EMAIL CORRESPONDENCE DAKIS REGARDING MACK DOCUMENT SEARCH AND RESPONSES (.3).	0.30	172.50
12/11/12	JTM	REVIEW PROPOSED DRAFT EXAMINER RESPONSE (4.2); REVIEW CIERI LETTER TO UCC (.4); REVIEW DRAFT BOARD PRESENTATION (1.6).	6.20	4,247.00
12/11/12	MC	REVIEW CREDITORS COMMITTEE/AFI DOCUMENTS.	1.60	912.00
12/12/12	DL	CONF. JTM RE: GOVERNANCE ISSUES AND STATUS.	0.30	175.50
12/12/12	DAP	CONFS JTM RE: BK CASE STRATEGY PRESENTATION FOR BOARD (.8); REV MATERIAL IN PREP FOR PAM WEST INTERVIEW (.8); CORRESPONDENCE MOFO RE: EXAMINER RESPONSES (.2).	1.80	1,035.00
12/12/12	JTM	ALL HANDS CALL RE BOARD STRATEGY PRESENTATION (1.4); REVIEW OF MATERIAL IN CONNECTION WITH SAME (2.2); PREP FOR WEST EXAMINER INTERVIEW (3.2); REVIEW OF RMBS LITIGANTS SUBMISSIONS AND PROPOSED RESPONSES (2.9); REVIEW EXAMINER SUBMISSIONS (2.1); TC JON ILANY RE UCC ISSUES (.4).	12.20	8,357.00
12/13/12	DL	CONF. JTM, MC, DAP, JL, RD RE: GOVERNANCE ISSUES DUTIES OF DIRECTORS, STATUS OF CLAIMS OF COMPETING CREDITORS CLASSES.	1.20	702.00
12/13/12	DL	REVIEW BOARD PRESENTATION MATERIALS.	1.00	585.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/13/12	DAP	MEETING WITH JOHN MACK AT MOCO CONCERNING DEPOSITION AND EXAMINER INTERVIEW (2.5); REVIEW DRAFT RESPONSES TO EXAMINER SUBMISSIONS BY VARIOUS CREDITOR CONSTITUANTS (4.5); LENGTHY TELEPHONE CALL WITH TED SMITH CONCERNING THE STATUS OF BANKRUPTCY CASE AND STRATEGY IN PREPARATION FOR BOARD MEETING (1.9); REVIEW BOARD MEETING DECK AND MATERIALS IN PREP FOR BOARD MEETING (1.2); MEETING WITH JTM, RKD, DAP, MC, DL AND JL REGARDING STATUS AND STRATEGY FOR CASE (1.2).	11.30	6,497.50
12/13/12	JL	O/C WITH JRM, DAP, MC, DL AND RKD RE GOVERNANCE ISSUES (1.2); REVIEW BOARD MATERIAL FOR 12/14/12 MEETING (1.3).	2.50	1,512.50
12/13/12	JTM	REVIEW AND COMMENT ON PROPOSED SUBMISSIONS TO EXAMINER: JSN/SUN (3.2); STEERING COMMITTEE/TAL FRANKLIN (3.9); OMNIBUS (PLS AND MONOLINE) (3.6); MEETING WITH JOHN MACK AND DP RE RMBS DEPOSITION (.5); MEETING WITH MOCO TEAM RE CASE STRATEGY GOING FORWARD (1.2).	12.40	8,494.00
12/13/12	LM	UPDATED THE CHANGES TO THE ERRATA SHEET OF JOHN MACK.	0.60	150.00
12/13/12	MC	REVIEW BOARD MATERIALS.	3.30	1,881.00
12/13/12	RKD	CONFERENCE WITH J. MOLDOVAN, J. LEVY, D. PIEDRA, M. CONNOLLY, AND D. LERNER REGARDING PLAN PROCESS AND INDEPENDENT DIRECTOR ISSUES (1.2).	1.20	630.00
12/13/12	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN AND D. PIEDRA REGARDING RMBS DISCOVERY FROM INDEPENDENT DIRECTORS (.2); TELEPHONE CALL WITH M. DOLAN (CLEARY) REGARDING J. MACK DOCUMENT REQUESTS (.2); FOLLOW UP EMAILS WITH M. DOLAN REGARDING SAME (.8); FOLLOW UP EMAILS WITH D. PIEDRA REGARDING SAME (.3); EMAILS WITH E. HAMMERQUIST REGARDING MACK EMAIL SEARCHES (.2).	1.70	892.50
12/14/12	DAP	PREPARE FOR AND ATTEND MEETING OF BOARD OF DIRECTORS (3.2); MEETING WITH JOHN MACK CONCERNING ERRATA OF DEPOSITION (1.5); FINALIZE ERRATA SHEET (.5); ATTEND TO SERVICE OF ERRATA SHEET (.5); PREPARE FOR INTERVIEW OF PAM WEST AND ATTEND TO DOCUMENT COLLECTION ISSUES (1.5); CONFERENCES WITH RKD, JTM, JL, MC AND DL RE EXAMINER'S WORK PLAN (1.1) REVIEW MATERIALS FOR PAM WEST INTERVIEW (.5).	8.80	5,060.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/14/12	JPR	COORDINATE PROCESSING OF CLIENT DATA BY D4.	1.00	360.00
12/14/12	JTM	BOARD MEETING (3); REVIEW OF MATERIALS IN CONNECTION WITH SAME (1.3); MEETING WITH INDIES RE SAME (1); OC RD RE UST ISSUES RE FEE APP (.3); PREP FOR NEXT ROUND OF EXAMINER EXAMINATIONS INCLUDING REVIEW OF PRIOR FAIRNESS OPINIONS AND RELATED MATERIALS (2.2); CONFERENCES WITH RKD, DAP, JL, MC AND DL RE EXAMINER'S WORK PLAN (1.1).	8.80	6,028.00
12/14/12	MC	ATTENDANCE AT BOARD MEETING AT MORRISON FOERSTER (1.4); CONFERENCE WITH RKD, JTM, JL, DAP AND DL RE PLAN OR REORGANIZATION ISSUES FROM INDEPENDENT DIRECTOR (1.1).	2.50	1,425.00
12/14/12	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN, J. LEVY, M. CONNOLLY, D. LERNER, AND D. PIEDRA REGARDING EXAMINER'S WORK PLAN AND PLAN OF REORGANIZATION ISSUES FOR INDEPENDENT DIRECTORS (1.1); REPRESENT INDEPENDENT DIRECTORS AT BOARD MEETING (3.1); EMAILS WITH E. HAMMERQUIST REGARDING J. MACK EMAIL SEARCHES (.2).	4.40	2,310.00
12/16/12	JTM	REVIEW PREP MATERIALS FOR PAM WEST AND KARIN HIRTLE GARVEY FOR EXAMINER INTERVIEWS.	7.20	4,932.00
12/17/12	DAP	REVIEW MATERIALS FOR PAM WEST EXAMINER INTERVIEW PREP (2.5); ATTEND PREPARATION MEETING WITH PAM WEST, JOE MOLDOVAN, JAMIE LEVITT IN CONNECTION WITH PREPARATION OF PAM WEST FOR EXAMINER INTERVIEW (5.5); ATTEND TO JOHN MACK ERRATA (.5); REVIEW EXPERT REPORTS AND BEGIN PREPARATION FOR EXPERT CROSS EXAMINATION (2.5).	11.00	6,325.00
12/17/12	JPR	COORDINATE RESCAP DOCUMENT PRODUCTION. ASSIST SETUP OF MACK DOCUMENT REVIEW BATCHES FOR N. SIEGEL AND R. SAENGER.	1.60	576.00
12/17/12	JTM	PAM WEST EXAMINER PREP (5.4); CONTINUED PREP FOR SAME (3.2); MEETING AT MOFO WITH STRATEGY TEAM (1); MEETING WITH PAM WEST AND TED SMITH AND MICHAEL CONNOLLY RE EXAMINATIONS AND PROGRESS OF CASE (1.5).	11.10	7,603.50
12/17/12	MC	REVIEW COURT DOCUMENTS (2.3). ATTENDANCE AT MEETINGS AT MORRISON FORESTER (2.6).	4.90	2,793.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/17/12	NS	CONFERENCE WITH ROBERT DAKIS RE: URGENT DOCUMENT REVIEW ASSIGNMENT (0.4); REVIEW DOCUMENT REQUEST, CONFIRM BATCHES OF DOCUMENTS TO REVIEW IN DATABASE, REVIEW 96 DOCUMENTS IN DATABASE (2.3).	2.70	1,215.00
12/17/12	RKD	REVIEW 502 J. MACK DOCUMENTS (4.9); PRODUCE K. HIRTLE-GARVEY DOCUMENTS TO EXAMINER (.3); EMAILS WITH D. PIEDRA REGARDING DOCUMENT PRODUCTION (.2); OFFICE CONFERENCE WITH N. SIEGEL REGARDING DOCUMENT REVIEW (.4).	5.80	3,045.00
12/18/12	DAP	PREP FOR AND ATTEND EXAMINER INTERVIEW OF PAM WEST (6.5); CONFS DAKIS RE: MACK PRODUCTION (.6); REVIEW DRAFT PRIV LOG FOR MACK PRODUCTION (.6); REVIEW K&E BINDER FOR KARIN HIRTLE-GARVEY INTERVIEW (2.5); ANALYSIS OF ROSSI EXPERT REPORT (FIGIC) (1.0).	11.20	6,440.00
12/18/12	JL	REVIEW AUDIT COMMITTEE MEETING PACKAGE.	0.80	484.00
12/18/12	JTM	PAM WEST EXAMINATION BY CHADBOURNE (6); OCS DAP AND RD RE MACK DISCOVERY AND PRODUCTION (.6); PREP FOR KH GARVEY EXAMINATION INCLUDING REVIEW OF MATERIALS AND DECKS (4.6); REVIEW PRIVILEGE LOG (.7).	11.90	8,151.50
12/18/12	MW	PREPARE REVISE LETTER FORWARDING THE ERRATA SHEETS FOR THE DEPOSITION OF JOHN MACK.	0.50	107.50
12/18/12	NS	REVIEW 1,015 ELECTRONIC DOCUMENTS FOR SUPPLEMENTAL PRODUCTION PURSUANT TO WILMINGTON TRUST DOCUMENT REQUESTS (9.8); O/C WITH RKD AND NS RE SAME (.3).	10.10	4,545.00
12/18/12	RS	REVIEW DOCUMENTS 1100 (8.8); T/C WITH N. SIEGEL AND R. DAKIS RE: SAME (.3); REVIEW DOCUMENT REQUESTS (.5).	9.60	3,648.00
12/18/12	RKD	REVIEW 812 J. MACK DOCUMENTS (5.8); REVIEW ROSSI EXPERT REPORT IN PREPARATION FOR DEPOSITION (1.4); EMAILS WITH D. PIEDRA AND J. MOLDOVAN REGARDING SAME (.6); O/C WITH RS AND NS RE DOCUMENT REVIEW (.3).	8.10	4,252.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/19/12	DAP	REVIEW ROSSI EXPERT REPORT AND PREPARE QUESTIONS FOR ROSSI DEPOSITION EXAMINATION (3.5); ATTEND ROSSI DEPOSITION (5.0); MEETING WITH KARIN HIRTLE-GARVEY CONCERNING EXAMINER INTERVIEW (.5); CONF R. DAKIS RE: PRIVILEGE LOG AND DOCUMENT PRODUCTION FOR JOHN MACK (.5).	9.50	5,462.50
12/19/12	JL	PARTICIPATE IN AUDIT COMMITTEE CALL.	2.00	1,210.00
12/19/12	JTM	KARIN HIRTLE-GARVEY PREP FOR EXAMINATION WITH MOFO AND DP (6.0); CONTINUED PREP POST MTG (3.1); OC RD RE PRIVILEGE LOG (.5).	9.60	6,576.00
12/19/12	MC	PREPARATION OF WITNESS FOR EXAMINER REVIEW.	5.90	3,363.00
12/19/12	NS	REVIEW 725 DOCUMENTS IN DATABASE FOR URGENT SUPPLEMENTAL DOCUMENT PRODUCTION.	5.90	2,655.00
12/19/12	RS	CORRECT CODING ON 324 DOCUMENTS (5.2); REVIEW AND CODE 819 DOCUMENTS (4.2).	9.40	3,572.00
12/19/12	RKD	REVIEW 113 J. MACK DOCUMENTS (1.1); REVISE PRIVILEGE LOG TO INCORPORATE NEW DOCUMENTS (5.7); ATTEND ROSSI DEPOSITION (4.7); O/C WITH DAP RE PRVIVILEGE LOG (.5).	12.00	6,300.00
12/20/12	DAP	PREP FOR (1.0) AND ATTEND INTERVIEW OF KARIN HIRTLE-GARVEY (6.5); CONFS R. DAKIS CONCERNING MACK PRODUCTION AND UPDATED PRIV LOG (.6).	8.10	4,657.50
12/20/12	JPR	COORDINATE RESCAP DOCUMENT PRODUCTION.	1.00	360.00
12/20/12	JTM	PREP FOR (1.9) KARIN HIRTLE-GARVEY EXAMINATION AT CHADBOURNNE (6.2); EMAILS MOFO RE PACHULSKI RETENTION QUESTIONS (.2); EMAIL NILENE EVANS RE ALLY ERMINATION OF SERVICING AGREEMENT (.4); OCS RKD AND DAP RE ADDITIONAL MACK FILE REVIEW AND PRODUCTION (.6).	9.10	6,233.50
12/20/12	MC	ATTENDANCE AT EXAMINER'S INTERVIEW OF KARIN HIRTLE-GARVEY.	7.20	4,104.00
12/20/12	NS	REVIEW 212 DOCUMENTS IN ELECTRONIC DATABASE FOR URGENT SUPPLEMENTAL DOCUMENT PRODUCTION.	1.90	855.00
12/20/12	RKD	CONTINUE REVISING J. MACK PRIVILEGE LOG TO INCORPORATE NEW DOCUMENTS (3.6); PREPARE DOCUMENTS FOR SUPPLEMENTAL PRODUCTION (1.2); EMAILS WITH J. MOLDOVAN AND D. PIEDRA REGARDING SAME (.6).	5.70	2,992.50

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FOR PROFESSIONAL SERVICES RENDERED AS OF DECEMBER 31, 2012

DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/21/12	DAP	EMAIL CORRESPONDENCE WITH JOHN MACK RE: EMAIL PRODUCTION (.4); NUMEROUS EMAILS WITH PAM WEST RE: EXAMINER DOCUMENT PRODUCTION (.4); REVIEW MATERIALS PRODUCED BY PAM WEST (.4); REVIEW AND REVISE PROPOSED LETTER TO COUNSEL FOR WILMINGTON TRUST CONCERNING MACK PRODUCTION AND UPDATED PRIV LOG (.4); EMAIL CORRESPONDENCE J. LEVITT AT MOFO RE: 9019 DELIVERABLES IN EARLY JANUARY (.4).	2.00	1,150.00
12/21/12	JPR	COORDINATE RESCAP DOCUMENT PRODUCTION.	0.30	108.00
12/21/12	JTM	REVIEW MACK PRODUCTION TO WILMINGTON (1.3); GOLDIN DECKS RE FAIRNESS OF VARIOUS TRANSACTIONS (2.4).	3.70	2,534.50
12/21/12	JTM	REVIEW DRAFT RESPONSE RE RMBS DISPUTE (2.4).	2.40	1,644.00
12/21/12	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.2); REVIEW WEEKLY REPORT (.3); REVIEW DOCKET (.4).	1.90	1,083.00
12/27/12	JTM	REVIEW LITIGATION ASSESSMENT AND BOARD PRESENTATION IN CONNECTION WITH UPCOMING BOARD MEETING.	1.20	822.00
12/28/12	JTM	REVIEW BOARD PACKAGE IN CONNECTION WITH BOARD CALL (.8); BOARD CALL (1.4); POST CAL WITH INDEPENDANT DIRECTORS (.6); CALL WITH JIM TANNENBAUM (.2); CALL WITH J ILANY, BOARD MEMBER (.4); ADDITIONAL VALL WITH INDEPENDANT DIRECTORS RE UCC ISSUES (.4); REVIEW CORRESPONDENCE RE COMMUNICATIONS WITH UCC (.3).	4.10	2,808.50
12/28/12	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETINGS (2.6); PREPARATION FOR AND PARTICIPATION IN MEETING W/ INDEPENDENT DIRECTORS (.6).	3.20	1,824.00
TOTAL TASK CODE	B260	Board of Directors Matters	412.50	244846.00
GRAND TOTAL FEES			438.20	254,996.00
		TOTAL FEES SERVICES	\$	254,996.00

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
JPR	JASON P. REID	0.80	288.00
MW	MARIOLA WIATRAK	6.60	1,419.00
SUBTOTAL	B110 Case Administration	7.40	1,707.00
B160	Fee/Employment Applications		
MW	MARIOLA WIATRAK	1.20	258.00
SUBTOTAL	B160 Fee/Employment Applications	1.20	258.00
B170	Fee/Employment Objections		
RKD	ROBERT K. DAKIS	8.10	4,252.50
NS	NEIL SIEGEL	8.50	3,825.00
MW	MARIOLA WIATRAK	0.50	107.50
SUBTOTAL	B170 Fee/Employment Objections	17.10	8,185.00
B260	Board of Directors Matters		
DL	DAVID LERNER	2.50	1,462.50
DAP	DAVID PIEDRA	112.90	64,917.50
JL	JACK LEVY	5.80	3,509.00
JTM	JOSEPH T. MOLDOVAN	163.90	112,271.50
MC	MICHAEL CONNOLLY	37.70	21,489.00
RKD	ROBERT K. DAKIS	42.80	22,470.00
NS	NEIL SIEGEL	20.60	9,270.00
RS	REBECCA SAENGER	19.00	7,220.00
JPR	JASON P. REID	3.90	1,404.00
LM	LUCY MAHECHA	2.90	725.00
MW	MARIOLA WIATRAK	0.50	107.50
SUBTOTAL	B260 Board of Directors Matters	412.50	244,846.00
TOTAL FEES		438.20	254,996.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	7.40	1,707.00
B160	Fee/Employment Applications	1.20	258.00

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TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B170	Fee/Employment Objections	17.10	8,185.00
B260	Board of Directors Matters	412.50	244,846.00
TOTAL FEES		438.20	254,996.00

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOUR	VALUE
DL	DAVID LERNER	2.50	1,462.50
DAP	DAVID PIEDRA	112.90	64,917.50
JL	JACK LEVY	5.80	3,509.00
JTM	JOSEPH T. MOLDOVAN	163.90	112,271.50
MC	MICHAEL CONNOLLY	37.70	21,489.00
RKD	ROBERT K. DAKIS	50.90	26,722.50
NS	NEIL SIEGEL	29.10	13,095.00
RS	REBECCA SAENGER	19.00	7,220.00
JPR	JASON P. REID	4.70	1,692.00
LM	LUCY MAHECHA	2.90	725.00
MW	MARIOLA WIATRAK	8.80	1,892.00
TOTAL FEES		438.20	254,996.00

DISBURSEMENTS:

VALUE

TASK SUMMARY FOR EXPENSES:

E109	TRAVEL	361.96
E105	TELEPHONE/FACSIMILE	396.88
E101	SC PHOTOCOPYING	44.45
E101	SC IN HOUSE VOLUME PRINTING	1.75
E101	SC IN HOUSE VOLUME COLOR PRINTING	0.84
	MAIL	104.91
E107	MESSENGER	214.50
	COURT SERVICES	745.40
	MEALS	1,601.75
	COURT FILINGS & MISC FEES	77.00
	PROFESSIONAL FEES	2,535.69
	DATABASE SEARCH	1,907.54

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TOTAL DISBURSEMENTS	\$	7,992.67
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TOTAL BALANCE DUE FOR THIS PERIOD	\$	262,988.67
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DATE: 03/05/13
 INVOICE # : 232874

TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF JANUARY 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
01/02/13	MW	REVIEW COURT FILINGS FOR THE PERIOD DECEMBER 21, 2012 THROUGH JANUARY 2, 2013 (.1.2); E-MAIL TO ATTORNEYS DOCKET SHEET WITH PLEADINGS (.1).	1.30	279.50
01/03/13	MW	REVIEW COURT FILINGS FOR 1/3/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/04/13	MW	REVIEW COURT FILINGS FOR 1/4/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/07/13	MW	REVIEW COURT FILINGS FROM 1/5/13 THROUGH 1/7/13 (.3); E-MAIL TO ATTORNEYS DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/08/13	MW	REVIEW COURT FILINGS FOR 1/8/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/09/13	MW	REVIEW COURT FILINGS FOR 1/9/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/10/13	MW	REVIEW COURT FILINGS FOR 1/10/13 (.3); E-MAIL TO ATTORNEYS DOCKET SHEET WITH COPIES OF PLEADINGS (.1)	0.40	86.00
01/11/13	MW	REVIEW COURT FILINGS FOR 1/11/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/14/13	MW	REVIEW COURT FILINGS FROM 1/12/13 THROUGH 1/14/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/15/13	MW	REVIEW COURT FILINGS FOR 1/15/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/16/13	MW	REVIEW COURT FILINGS FOR 1/16/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/17/13	MW	REVIEW COURT FILINGS FOR 1/17/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/18/13	MW	REVIEW COURT FILINGS FOR 1/18/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/22/13	MW	REVIEW DOCUMENTS FOR PERIOD 1/18/13 THROUGH 1/22/13 (.4); E-MAIL TO ATTORNEYS DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/23/13	MW	REVIEW COURT FILINGS FOR 1/23/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/24/13	MW	REVIEW COURT FILINGS FOR 1/24/13 (.4); E-MAIL TO ATTORNEYS DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/25/13	MW	REVIEW COURT FILINGS FOR 1/25/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/28/13	MW	REVIEW COURT FILINGS FROM 1/26/13 THROUGH 1/28/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
01/29/13	MW	REVIEW COURT FILINGS FOR 1/29/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/30/13	MW	REVIEW COURT FILINGS FOR 1/30/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
01/31/13	MW	REVIEW COURT FILINGS FOR 1/31/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
TOTAL TASK CODE	B110	Case Administration	10.40	2236.00
TASK CODE	B160	Fee/Employment Applications		
01/15/13	MW	REVIEW MOCO DECEMBER INVOICE (.2); REVISE SAME (.6).	0.80	172.00
01/15/13	MW	E-MAIL EXCHANGE WITH E. RICHARDS RE SECOND FEE APP AND REVISED PROTOCOL FOR SUBMITTING MONTHLY INVOICES.	0.30	64.50
01/31/13	RKD	EMAILS WITH D. MCFADDEN REGARDING FEE STATEMENTS (.7); REVIEW INFORMATION FROM FEE STATEMENTS IN CONNECTION WITH SAME (.4); EMAILS WITH M. CONNOLLY REGARDING SAME (.2).	1.30	682.50
TOTAL TASK CODE	B160	Fee/Employment Applications	2.40	919.00
TASK CODE	B260	Board of Directors Matters		

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/02/13	DAP	CONF JTM REGARDING STATUS AND MEETING WITH UCC REGARDING AFI CLAIMS ANALYSIS (.5); EMAIL CORRESPONDENCE WITH EXAMINER COUNSEL CONCERNING SCHEDULING OF PAM WEST INTERVIEW (.2); EMAIL WITH PAM WEST REGARDING INTERVIEW PREP (.3); BEGIN INTERVIEW PREP FOR PAM WEST (1.5).	2.50	1,437.50
01/02/13	JTM	ALL HANDS MOFO STRATEGY CALL (1.1); REVIEW ACCUMULATED DOCKET ENTRIES AND FILINGS DURING VACATION PERIOD (4.2).	5.30	3,630.50
01/03/13	DAP	EMAIL CORRESPONDENCE WITH JAMIE LEVITT CONCERNING OPPOSITION TO THE SUBMISSION OF SENIOR UNSECURED NOTE HOLDERS TO THE EXAMINER (.3); LEGAL RESEARCH CONCERNING BREACH OF FIDUCIARY DUTY BUSINESS JUDGMENT RULE CASES (2.5); ATTEND TO PAM WEST EXAMINER INTERVIEW PREP (.4); CONFERENCE WITH JOE MOLDOVAN CONCERNING CASE STATUS (.3).	3.50	2,012.50
01/03/13	JTM	MEETING WITH MOFO, GARY, TODD, LORENZO IN PREP FOR MEETING WITH UCC AND JUDGE PECK (2.5); MEETING WITH JUDGE PECK, UCC, AND DEBTORS (2.5); REVIEW MATERIALS FOR FRIDAY BOARD CALL (.7).	5.70	3,904.50
01/04/13	DAP	TELEPHONE CALL WITH INDEPENDENT DIRECTORS CONCERNING PROPOSED TRANSACTION WITH AFI RE: MMLPSA (.6); CONFERENCE CALL WITH GARY LEE AND JIM TANNENBAUM AT MOFO REGARDING MEDIATION MEETING WITH JUDGE PECK (.5); CONF JTM REGARDING PREPARATION FOR MEDIATION (.5); REVIEW MATERIALS IN PREPARATION FOR MEETING WITH JUDGE PECK (1.0); REVIEW AND REVISE MOFO DRAFT BRIEF TO EXAMINER REGARDING SUBMISSION OF THE SENIOR UNSECURED NOTEHOLDERS (2.5); EMAIL WITH MOFO RE: SAME (.3).	5.40	3,105.00
01/04/13	JPR	COORDINATE SET UP "EXAMINER SUBPOENA" DOCUMENT REVIEW IN RELATIVITY.	0.60	222.00
01/04/13	JTM	BOARD CALL (2.1); REVIEW MATERIALS IN CONNECTION WITH SAME (.9); POST CALL WITH INDIES RE PROPOSED TRANSACTION WITH AFI (.6); CALL WITH D. PIEDRA, GLEE AND JTANNENBAUM RE MEDIATION ISSUES (.5); MEETING WITH SAME (2.3); REVIEW MATERIALS IN PREP FOR MONDAY MEETING WITH JUDGE PECK (5.2).	11.60	7,946.00
01/04/13	MC	REVIEW BOARD MATERIALS (.8); PARTICIPATION IN BOARD MEETING (2.1); FOLLOW UP W/ INDEPENDENT DIRECTORS (.6); O/C MEETING WITH JTM RE: MEDIATION ISSUES (2.3).	5.80	3,306.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/05/13	JTM	CONTINUED REVIEW MATERIALS IN PREP FOR MONDAY MEETING WITH JUDGE PECK.	6.40	4,384.00
01/05/13	MC	REVIEW DOCUMENTS AND PLEADINGS IN PREPARATION FOR MEETING W/ JUDGE PECK.	4.40	2,508.00
01/06/13	DAP	RESEARCH RE: INDEPENDENT DIRECTORS EXCULPATORY CLAUSE (.6); EMAIL CORRESPONDENCE JTM REGARDING SAME (.4); EMAIL WITH JAMIE LEVITT REGARDING SAME (.4); REVIEW MATERIALS IN PREPARATION FOR JUDGE PECK MEETING (2.0).	3.40	1,955.00
01/06/13	JTM	REVIEW AND ANALYSIS OF MATERIALS IN PREP FOR MONDAY MEETING WITH JUDGE PECK.	12.40	8,494.00
01/06/13	MC	REVIEW DOCUMENTS AND PLEADINGS IN PREPARATION FOR MEETING W/ JUDGE PECK.	2.60	1,482.00
01/07/13	DAP	RESEARCH CONCERNING BUSINESS JUDGMENT RULE AND EXCULPATORY CLAUSE OF DIRECTORS FOR BREACH OF FIDUCIARY DUTY UNDER DELAWARE LAW (2.0); REVISE BRIEF TO EXAMINER IN RESPONSE TO SUBMISSION OF SENIOR UNSECURED NOTE HOLDERS (2.1); PREPARE FOR AND MEET WITH JUDGE PECK REGARDING PLAN MEDIATION (2.1); CONFERENCE CALL WITH GARY LEE RE: JUDGE PECK MEETING (.4); TELEPHONE CALL WITH JOEL REGARDING D&O INSURANCE (.5); EMAIL CORRESPONDENCE RE: SAME (.2); T/C WITH INDEPENDENT DIRECTORS, MOLDOVAN AND CONNOLLY REGARDING PECK MEETING, MEDIATION, SETTLEMENT ISSUES (.9).	8.20	4,715.00
01/07/13	JTM	FINAL PREP FOR MEETING WITH JUDGE PECK (3.3); MEETING WITH JUDGE PECK, MC, DAP (2.1); CALL WITH MOFO, HOEL HAIMS AND PIEDRA RE INSURANCE ISSUES (.5); CALL WITH GARY LEE RE MEDIATION ISSUES (.4); REVIEW MATERIAL IN CONNECTION WITH DEBTOR RESPONSE TO SUNS AND OC DAP RE SAME AND REVISIONS TO DOC (.9); ALL HANDS MOFO STATUS CALL RE SALES PROGRESS AND OPEN MATTERS (.4); CALL WITH INDIES RE MEETING WITH MEDIATOR AND CASE PROGRESS (.9).	8.80	6,028.00
01/07/13	MC	PREPARATION FOR (1.7) AND PARTICIPATION IN MEETING WITH JUDGE PECK (2.1); FOLLOW UP WITH INDEPENDENT AND DIRECTORS (.9).	4.70	2,679.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/08/13	DAP	EMAIL CORRESPONDENCE WITH PAM WEST CONCERNING EXAMINER INTERVIEW (.3); EMAIL WITH JAMIE LEVITT REGARDING PREPARATION FOR EXAMINER INTERVIEW OF PAM WEST (.2); REVIEW AND COMMENT ON DRAFT OF REPLY BRIEF IN RESPONSE TO OPPOSITION TO 9019 MOTION TO APPROVE RMBS TRUST SETTLEMENT (2.0); EMAIL WITH JOEL HAIMS REGARDING D&O INSURANCE STATUS AND SETTLEMENT (.2); T/C WITH JOEL HAIMS, STEFAN ENGELHARD AND KIRKLAND & ELLIS (RAY SCHROCK) REGARDING D&O INSURANCE (.6); CONF JOE MOLDOVAN RE: MEDIATION ISSUES (.4).	3.70	2,127.50
01/08/13	JTM	CALL WITH JOEL HAIMS AND DP RE INSURANCE ISSUES (.6); SPECIAL BOARD OF DIRECTORS MTG (1.2); OCS DAP RE MEDIATION ISSUES (.4); REVIEW DEBTORS; DRAFT RMBS BRIEF (2.4).	4.40	3,014.00
01/09/13	DAP	REVISE BRIEF IN REPLY TO OPPOSITION OF CREDITORS TO 9019 MOTION TO APPROVE RMBS SETTLEMENT (3.5); REVIEW MATERIALS TO PREPARE FOR EXAMINER INTERVIEW OF PAM WEST (2.5).	6.00	3,450.00
01/09/13	JTM	REVIEW COLLECTED RESCAP DOCKETS AND FILINGS (.6).	0.60	411.00
01/10/13	DAP	MEET WITH AND PREPARE PAM WEST FOR EXAMINER INTERVIEW (6.2); TELEPHONE CALL JOEL HAIMS RE: D&O INSURANCE (.2); CORRESPONDENCE WITH JENNIFER SHANK TO OBTAIN INFORMATION FOR EXAMINER REGARDING REQUEST FOR SOURCE OF PAYMENT OF PAM WEST DIRECTOR COMPENSATION (.7); EMAIL CORRESPONDENCE WITH EXAMINER'S COUNSEL REGARDING OPEN DISCOVERY ISSUES (.6).	7.70	4,427.50
01/10/13	JTM	PREP FOR PAM WEST CONTINUED EXAMINATION (3.1); INCLUDING MEETING WITH CLIENT AND MOFO TEAM (6.2); REVIEW USA STATEMENT RE SALES (.4); REVIEW PREP MATERIALS FOR FRIDAY BOARD CALL (1.4).	11.10	7,603.50
01/10/13	MC	PREPARE FOR BOARD MEETING (1.4); REVIEW ALLY COURT PAPERS (2.7).	4.10	2,337.00
01/10/13	NS	REVIEW SUBPOENA, PROTECTIVE ORDER AND INITIAL PRIVILEGE LOG IN CONNECTION WITH DOCUMENT REVIEW PROJECT.	0.80	380.00
01/10/13	RKD	LEGAL RESEARCH REGARDING STATUTES OF LIMITATIONS (.9); EMAILS WITH J. MOLDOVAN REGARDING SAME (.3); EMAILS WITH M. LIGHTNER REGARDING MEET AND CONFER (.3).	1.50	787.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/11/13	DAP	TELEPHONE CONFERENCE CALL WITH KIRKLAND & ELLIS AND ALLY FINANCIAL INSURANCE PEOPLE CONCERNING D&O POLICY, CLAIMS NOTICE AND SETTLEMENT (.7); TELEPHONE CALL JOEL HAIMS RE: SAME (.3); PREPARE FOR EXAMINER INTERVIEW OF PAM WEST (1.2); ATTEND EXAMINER INTERVIEW OF PAM WEST (4.0); CONF JAMIE LEVITT RE: EXAMINER INTERVIEW (.4); O/C WITH JTM, RKD RE: PRODUCTION OF DOCUMENTS (.6).	7.20	4,140.00
01/11/13	JTM	BOARD MEETING (1.0); PREP FOR CONTINUED WEST EXAMINATION (2.5); PARTICIPATE IN WEST CONTINUED EXAMINATION (4.0); OC DAP AND RKD RE CLEARY ISSUES RE MACK DISCOVERY AND SMITH PRODUCTION (.6).	8.30	5,685.50
01/11/13	MC	ATTEND BOARD MEETING (1.9); PARTICIPATION IN EXAMINATION OF PAM WEST (4.8); FOLLOW UP RE COMPENSATION COMMITTEE (.2).	6.90	3,933.00
01/11/13	RKD	TELEPHONE CONFERENCE WITH M. LIGHTNER REGARDING DOCUMENT PRODUCTION ISSUES (.9); O/C W/J. MOLDOVAN AND D. PIEDRA REGARDING SAME (.6); FURTHER RESEARCH REGARDING STATUTES OF LIMITATIONS ISSUES (3.1).	4.60	2,415.00
01/13/13	JL	REVIEW DISTRIBUTED MATERIAL (.5); PARTICIPATE IN COMP COMMITTEE CALL (.9).	1.40	847.00
01/14/13	DAP	REVIEW MATERIALS TO PREPARE FOR JOHN MACK EXAMINER INTERVIEW (2.0); MEET WITH JOHN MACK AND PREPARE FOR EXAMINER INTERVIEW (5.0); CONFERENCE WITH JAMIE LEVITT REGARDING OUTSTANDING DISCOVERY TO EXAMINER (.3); EMAIL CORRESPONDENCE WITH JENNIFER SHANK AT RESCAP REGARDING DOCUMENTATION OF PAM WEST DIRECTOR COMPENSATION (.4).	7.70	4,427.50
01/14/13	JTM	PREP JOHN MACK FOR EXAMINATION AND REVIEW MATERIALS IN CONNECTION WITH SAME (6.4); MTG AT MOFO WITH RESCAP TEAM RE OPEN MATTERS AND STRATEGY (1.0).	7.40	5,069.00
01/14/13	MC	PREPARATION FOR COMPENSATION COMMITTEE MEETING (.4); PARTICIPATION IN COMPENSATION COMMITTEE MEETING (1.2).	1.60	912.00

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01/14/13	NS	BEGIN REVIEW OF 21 DOCUMENTS IN RELATIVITY DATABASE FOR EXAMINER'S SUBPOENA COMPLIANCE AND CONTEMPORANEOUSLY DRAFT EXTENSIVE PRIVILEGE LOG ENTRIES AS NEEDED (3.8); CONFERENCES WITH ROBERT DAKIS RE: PRIVILEGE ISSUES (.4).	4.20	1,995.00
01/14/13	RKD	EMAILS WITH N. SIEGEL REGARDING DOCUMENT REVIEW PROJECT (.4); EMAILS WITH D. PIEDRA REGARDING MEET AND CONFER (.3); REVIEW CREDITOR' COMMITTEE SUBMISSIONS TO EXAMINER IN PREPARATION FOR MEETINGS REGARDING CLAIMS (1.9); REVIEW DEBTOR SUBMISSIONS IN PREPARATION REGARDING SAME (1.1); REVIEW CASES CITED IN DEBTOR SUBMISSION (1.9).	5.60	2,940.00
01/15/13	DAP	REVIEW AND FINALIZE BRIEF CONCERNING BOARD PROCESS IN RELATION TO 9019 MOTION (1.4); 9019 ISSUES (1.2); EXAMINER INTERVIEW OF JOHN MACK (5.0); CONFERENCE WITH RKD AND MOLDOVAN RE: EXAMINER ISSUES (.5).	8.10	4,657.50
01/15/13	JTM	PARTICIPATE IN JOHN MACK CONTINUED EXAMINATION BY EXAMINER (5.0); PREP FOR SAME (1.9); REVIEW 9019 BRIEF (.3); OC DAP RE SAME (1.2); OCS RD AND DAP RE COMMITTEE REQUEST FOR MACK MATERIALS (.5).	8.90	6,096.50
01/15/13	NS	REVIEW 73 DOCUMENTS ON RELATIVITY DATABASE FOR EXAMINER'S SUBPOENA RESPONSE AND DRAFT MULTIPLE EXTENSIVE PRIVILEGE LOG ENTRIES (THE DOCUMENT REVIEW AND CONTEMPORANEOUS DRAFTING OF PRIVILEGE LOG ENTRIES WAS ONE COMBINED TASK).	8.30	3,942.50
01/15/13	RKD	REVIEW LETTER FROM P. KAUFFMAN (KRAMER) REGARDING DOCUMENT PRODUCTIONS (.7); O/C WITH JTM AND DAP REGARDING RESPONSE TO SAME (.4); SEARCH DOCUMENTS IN RESPONSE TO ISSUES RAISED IN KRAMER LETTER (4.7).	6.50	3,412.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/16/13	DAP	TELEPHONE CALL WITH TED SMITH REGARDING DISCOVERY ISSUES IN RESPONSE TO WILMINGTON TRUST SUBPOENA (.8); TELEPHONE CALL WITH JOHN MACK REGARDING ISSUES IN RESPONSE TO UCC KAUFMAN LETTER (.4); MEETING WITH R. DAKIS AND J. MOLDOVAN REGARDING DISCOVERY ISSUES (.5); REVIEW AND DRAFT RESPONSE TO LETTER FROM KAUFFMAN REGARDING DISCOVERY (1.2); ARRANGE CONF CALL WITH FTI REGARDING DOCUMENT COLLECTION ISSUES (.3); CONF JAMIE LEVITT MOFO RE: MACK INTERVIEW WITH EXAMINER (.3); REVIEW AFI AND RMBS TRUSTEE (PATRICK) SUBMISSIONS RE: 9019 (2.0); EMAIL CORRESPONDENCE INDEPENDENT DIRECTORS REGARDING UCC CLAIMS PRESENTATION (.3).	5.50	3,162.50
01/16/13	JPR	COORDINATE RESCAP PRODUCTION THROUGH D4.	0.40	148.00
01/16/13	JTM	OC RD AND DAP RE MACK AND SMITH DISCOVERY DEMANDS (.5); REVIEW FINAL DEBTOR BRIEF RE IRIDIUM FACTORS AND APPROVAL OF RMBS SETTLEMENT (3.8).	4.30	2,945.50
01/16/13	MW	PREPARE BINDER WITH 9019 DOCUMENTS.	1.60	344.00
01/16/13	NS	REVIEW OF 62 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA COMPLIANCE AND CONTEMPORANEOUSLY DRAFT MULTIPLE PRIVILEGE LOG ENTRIES, AS NEEDED (ONE COMBINED TASK).	6.10	2,897.50
01/16/13	RKD	EMAILS WITH M. LIGHTNER REGARDING MEET AND CONFER (.6); O/C WITH JTM AND DAP RE: DISCOVERY ISSUES (.5); REVISE RESPONSE TO KAUFMANN LETTER (1.0); CONTINUE REVIEWING DOCUMENTS IN PREPARATION FOR MEET AND CONFER AND RESPONSES TO KAUFMANN LETTER (4.7).	6.80	3,570.00
01/17/13	DAP	PREPARE FOR MEETING WITH UNSECURED CREDITORS COMMITTEE REGARDING ALLY CLAIM (.4); PRESENTATION OF CLAIMS BY UCC (2.5); MEETING WITH INDEPENDENT DIRECTORS CONCERNING CLAIMS PRESENTATION AND RELATED PROCEDURAL ISSUES (2.1); TELEPHONE CALL WITH FTI RE: DOCUMENT COLLECTION (.5); ATTEND TO RESPONSES FOR DISCOVERY FROM INDEPENDENT DIRECTORS FROM UCC AND WILMINGTON TRUST (1.5); O/C WITH JTM AND RKD RE: DOCUMENT PRODUCTION (.4).	6.90	3,967.50

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01/17/13	JTM	MTG AT KRAMER WITH UCC FOR CLAIMS PRESENTATION (2.5); PRE AND POST MEETINGS WITH CLIENTS RE SAME (1.4); OCS RD AND DAP RE DOCUMENT PRODUCTION (.4); REVIEW UCC PRESENTATION (2.5); REVIEW MATERIALS FOR FRIDAY BOARD MEETING (3.3).	10.10	6,918.50
01/17/13	MC	REVIEW BOARD MATERIALS (1.4); MEETING RE: UCC PRESENTATION (.6).	2.00	1,140.00
01/17/13	NS	REVIEW 65 DOCUMENTS IN ELECTRONIC DATABASE FOR PRODUCTION PURSUANT TO THE EXAMINER'S SUBPOENA AND CONTEMPORANEOUSLY DRAFT MULTIPLE ENTRIES FOR THE PRIVILEGE LOG (8 PAGES) (ONE COMBINED TASK).	4.80	2,280.00
01/17/13	RKD	ATTEND MEETING WITH INDEPENDENT DIRECTORS TO PREPARE FOR COMMITTEE PRESENTATIONS (.3); ATTEND COMMITTEE CLAIMS PRESENTATION (2.5); ATTEND FOLLOW UP MEETING WITH INDEPENDENT DIRECTORS RE SAME (.2); O/C WITH JTM AND DAP RE: DOCUMENT PRODUCTION (.4).	3.40	1,785.00
01/18/13	DAP	REVIEW MATERIALS AND ATTEND TELEPHONIC BOARD OF DIRECTORS MEETING (1.2); CONFERENCE CALL WITH ALEXANDER LAWRENCE (MOFO) AND RKD REGARDING DISCOVERY ISSUES (.6); O/C WITH JTM RE: KAUFMAN LETTER (.2); CONFERENCE R. DAKIS RE: PREPARE FOR TUESDAY MEET AND CONFER WITH CLEARY AND UCC (.4); REVIEW STATUS OF DISCOVERY AND PREPARE FOR MEET AND CONFER (1.0); REVIEW UCC DECK RE: CLAIMS PRESENTATION (1.0); CONF JTM RE: SAME (.3); TELEPHONE CALL WITH JOE MOLDOVAN AND DARRYL RAINS REGARDING RMBS 9019 TRIAL WITNESSES (.6); EMAIL CORRESPONDENCE WITH PAM WEST REGARDING RMBS TRIAL (.2).	5.60	3,220.00
01/18/13	JTM	FURTHER ANALYSIS OF BOARD DECK AND ATTEND BOARD MEETING (1.7); OCS DAP RE KAUFMAN LETTER (.2); OC DAP RE UCC CLAIM PRESENTATION (.3) CALL WITH DAP AND DARRYL RE 9019 TRIAL ISSUES AND WITNESSES (.6).	2.80	1,918.00

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01/18/13	RKD	TELEPHONE CONFERENCE WITH A. LAWRENCE AND D. PIEDRA REGARDING MEET AND CONFER AND RESPONSE TO DOCUMENT REQUEST LETTER (.6); REVISE RESPONSE TO DOCUMENT REQUEST LETTER (.6); EMAILS WITH R. DISCICCIO, ET AL., REGARDING SAME (.3); REVIEW COMMITTEE PRESENTATION REGARDING CLAIMS IN PREPARATION FOR ATTENDANCE AT ALLY RESPONSE (1.5); O/C W/DAP REGARDING MEET AND CONFER (.4); CONTINUE REVIEWING DOCUMENTS IN PREPARATION FOR MEET AND CONFER (2.7).	6.10	3,202.50
01/20/13	DAP	EMAIL CORRESPONDENCE PAM WEST RE: RMBS 9019 (.3); EMAIL CORRESPONDENCE MOFO (RAINS, PRINCI) RE: RMBS 9019 (.3); REV. EMAIL CORRESP. RE: MACK EXAMINER INTERVIEW EXHIBIT (.2).	0.80	460.00
01/22/13	DAP	EMAIL CORRESPONDENCE PAM WEST REGARDING RMBS 9019 (.2); EMAIL CORRESPONDENCE D. RAINS (MOFO) RE: 9019 (.2); EMAIL CORRESPONDENCE JOHN MACK RE: DOCUMENT COLLECTION / CALENDAR ENTRIES (.3); CONFERENCE CALL FTI RE: DOCUMENT COLLECTION (.3); CONFERENCE R. DAKIS RE: MEET & CONFER (.3); ATTEND MEET & CONFER WITH COUNSEL FOR WILMINGTON TRUST AND COUNSEL FOR UCC (2.0); REVIEW 9019 BRIEFING (1.0); PREPARE OUTLINE RE: SAME IN PREP OF 9019 HEARING (1.0).	5.30	3,047.50
01/22/13	JPR	COORDINATE PROCESSING OF CLIENT MEDIA TO RELATIVITY FOR REVIEW AND PRODUCTS.	0.50	185.00
01/22/13	JTM	WEEKLY STATUS CALL WITH DEBTORS' COUNSEL (.7); OCS RKD RE UCC AND WILMINGTON DISCOVERY DEMANDS (.4); BEGIN REVIEW OF UCC CLAIMS ANALYSIS AND PRESENTATION AND BACK UP MATERIAL (6.3); REVIEW AMENDMENTS TO MMLPSA AND RELATED CONSENTS (.9).	8.30	5,685.50
01/22/13	MC	REVIEW CONSENTS W/ TED SMITH.	0.70	399.00
01/22/13	RKD	MEET WITH D. PIEDRA TO PREPARE FOR MEET AND CONFER (.3); REVIEW PRIVILEGE LOG AND KAUFMANN LETTER IN PREPARATION FOR SAME (.6); ATTEND MEET AND CONFER WITH REPRESENTATIVES FROM WILMINGTON AND COMMITTEE (2.1); FOLLOW UP MEETING WITH D. PIEDRA AND A. LAWRENCE (.3); REVIEW 400 DOCUMENTS FROM T. SMITH (5.9); OFFICE CONFERENCES WITH J. MOLDOVAN REGARDING MEET AND CONFER AND CASE STATUS (.4).	9.60	5,040.00

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01/23/13	DAP	REVIEW 133 DOCUMENTS IN RESPONSE TO OBJECTIONS RAISED IN MEET & CONFER, PREPARE REVISED PRIVILEGE LOG DESCRIPTIONS, ANALYZE LIMITED WAIVER ISSUES AND DESIGNATE FOR PRODUCTION WHERE APPROPRIATE (5.1); CONF R. DAKIS RE: SAME (.4); TELEPHONE CALL J. MOLDOVAN AND JOHN MACK RE: DOCUMENT COLLECTION (.3); EMAIL CORRESPONDENCE JOHN MACK RE: SAME (.3); TELEPHONE CALL FRESKOS FTI RE: MACK DOCUMENT COLLECTION (.3).	6.60	3,795.00
01/23/13	JPR	COORDINATE PROCESSING OF TED SMITH E-MAIL DATA.	0.50	185.00
01/23/13	JTM	REVIEW UCC PRESENTATION MATERIAL BACKUP (8.7); T/C DAP, MC AND MACK RE: DISCOVERY ISSUES (.3); REVIEW OF ADDITIONAL MATERIAL FOR POTENTIAL PRODUCTION (1.7); REVIEW MATERIALS FOR FRIDAY BOARD MEETING (1.4).	12.10	8,288.50
01/23/13	MC	T/C W/ JTM AND DAP RE: JOHN MACK DOCUMENT REQUEST (.3); REVIEW BOARD MATERIALS (1.7); T/C W/ PAM WEST OF AUDIT COMMITTEE (.6).	2.60	1,482.00
01/23/13	RKD	REVIEW DOCUMENTS IDENTIFIED BY WTC COUNSEL DURING MEET AND CONFER (5.9); EMAILS WITH D. PIEDRA REGARDING SAME (.4); REVIEW 138 T SMITH DOCUMENTS (2.8).	9.10	4,777.50
01/24/13	DAP	COORDINATE MACK DOCUMENT COLLECTION WITH FTI (.3); EMAIL JAMIE LEVITT RE: UCC CLAIMS PRESENTATION (.3); REVIEW ADDITIONAL DOCUMENTS REGARDING OBJECTIONS OF WILMINGTON TRUST AND UCC (.8); EMAIL R. DAKIS RE: SAME (.9); REVIEW CLEARLY LETTER REGARDING DISCOVERY (.4).	2.70	1,552.50
01/24/13	JPR	COORDINATE EXPORT OF DOCUMENT FOR PRODUCTION.	0.90	333.00
01/24/13	JTM	BOARD CALL (1.4); CALL WITH TONY P AND LORENZO M RE STRATEGY MATTERS AND INDEPENDENT DIRECTORS (.5); CALL WITH G LEE AND JIM T RE DISCOVERY ISSUES (.6); OC DP AND RD RE DISCOVERY AND REVIEW OF PRODUCTION MATERIALS (2.3); CONTINUED REVIEW OF UCC PRESENTATION MATERIAL BACK UP (4.6).	9.40	6,439.00
01/24/13	MW	PRINT AND BIND COPIES OF THE COMMITTEE'S PRESENTATION FOR JTM, RKD AND DAP.	0.60	129.00
01/24/13	MC	PREPARATION FOR (.7) AND PARTICIPATION IN BOARD MEETING (1.1).	1.80	1,026.00
01/24/13	NS	REVIEW 19 DOCUMENTS IN ELECTRONIC DATABASE IN RESPECT OF EXAMINER SUBPOENA.	2.40	1,140.00

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01/24/13	RKD	EMAILS WITH D. PIEDRA REGARDING DOCUMENTS IDENTIFIED IN MEET AND CONFER (.9); REVIEW ADDITIONAL DOCUMENTS IDENTIFIED IN MEET AND CONFER (.7); REVIEW 119 T. SMITH DOCUMENTS (3.9); REVISIONS TO PRIVILEGE LOG TO ADDRESS ISSUES RAISED IN MEET AND CONFER (1.8).	7.30	3,832.50
01/25/13	DAP	MEETING WITH R. DAKIS REGARDING DISCOVERY OBJECTIONS, REVISIONS TO PRIVILEGE LOG AND POSSIBLE PRODUCTIONS (1.6); TELEPHONE CALL JAMIE LEVITT REGARDING PREPARING RESPONSE TO UCC PRESENTATION ON BEHALF OF DIRECTORS (.4); BEGIN OUTLINE OF RESPONSE TO UCC PRESENTATION REGARDING ALLEGED BREACHES OF FIDUCIARY DUTY (2.0).	4.00	2,300.00
01/25/13	JTM	REVIEW MATERIALS FOR PRODUCTION TO UCC AND WILMINGTON (3.3); OC RD RE SAME (.4); REVIEW CASE ANALYSIS IN UCC PRESENTATION (3.6).	7.30	5,000.50
01/25/13	NS	REVIEW 21 DOCUMENTS IN ELECTRONIC DATABASE WITH RESPECT TO EXAMINER SUBPOENA PRODUCTION AND CONTEMPORANEOUSLY DRAFT SEVERAL PAGES OF PRIVILEGE LOG ENTRIES AS NEEDED (ONE COMBINED TASK).	2.70	1,282.50
01/25/13	RKD	OFFICE CONFERENCE WITH D. PIEDRA DISCUSSING RESPONSES TO WTC QUESTIONS IN PRIV LOG AND DOCUMENT ISSUES (1.6); O/C WITH JTM RE: SAME (.4); REVISE PRIVILEGE LOG TO ADDRESS COMMENTS FROM WTC (3.9); REVIEW FINAL 174 T. SMITH DOCUMENTS (3.6); DRAFT EMAIL TO J. LEVITT AND A. LAWRENCE REGARDING DISCOVERY ISSUES (.7).	9.80	5,145.00
01/27/13	JTM	REVIEW BOARD DECK AND PREPARE FOR AND ATTEND SPECIAL BOARD MEETING RE SALES.	1.40	959.00
01/28/13	DAP	REVIEW MATERIALS IN PREPARATION FOR MEETING WITH PAM WEST AT MOFO REGARDING 9019 (1.5); ATTEND MEETING AT MOFO WITH PAM WEST, A. PRINCI, A. RUIZ, L. DARCY (1.5); ATTEND AFI MEETING IN RESPONSE TO UCC CLAIMS PRESENTATION (4.0); MEETING WITH BOARD AND MOFO FOLLOWING AFI MEETING (2.0); MEETING WITH INDEPENDENT DIRECTORS REGARDING DOCUMENT RETENTION/PRODUCTION ISSUES (.4).	9.40	5,405.00

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020530 RESCAP, LLC
 020530-0002 CHAPTER 11

DATE: 03/05/13
 INVOICE # : 232874

FOR PROFESSIONAL SERVICES RENDERED AS OF JANUARY 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/28/13	JTM	ALL HANDS STATUS MEETING (.9); MEETING AT K&E RE REBUTTAL TO COMMITTEE ALLY POSITION (3.1); REVIEW MATERIALS FROM ALLY BANK RE CLAIMS ANALYSIS (2.1); MEETING WITH INDIES AND MOFO RE ALLY BANK PRESENTATION, CRO SELECTION AND PROCESS (4.3).	10.30	7,055.50
01/28/13	MC	PARTICIPATION IN ALLY PRESENTATION AT K&E (3.1) AND MEETING WITH INDEPENDENT DIRECTORS (2.7).	5.80	3,306.00
01/28/13	RKD	EMAILS WITH J. LEVITT REGARDING DISCOVERY ISSUES (.4); ATTEND MEETING WITH ALLY (KIRKLAND) REGARDING CLAIMS ISSUES (3.1); ATTEND FOLLOW UP MEETING WITH RESCAP BOARD TO DISCUSS CLAIMS ISSUES, CASE STATUS, AND OTHER ISSUES (1.1); FOLLOW UP MEETING WITH INDEPENDENT DIRECTORS REGARDING SAME (.2).	5.80	3,045.00
01/29/13	DAP	DRAFT RESPONSE TO DISCOVERY ISSUES FROM CLEARY ON BEHALF OF WILMINGTON TRUST (.8); E-MAIL WITH R. DAKIS REGARDING WILMINGTON TRUST DOCUMENT REQUEST OBJECTIONS (.4); DRAFT LETTER RESPONSE TO CLEARY IN RESPONSE TO MARC LIGHTNER LETTER (.8); REVIEW EXAMINER REQUESTS RE: INDEPENDENT DIRECTOR COMPENSATION (.3); EMAIL CORRESPONDENCE WITH EXAMINER COUNSEL MARC ASHLEY RE: SAME (.4); EMAIL CORRESPONDENCE RESCAP CONCERNING DOCUMENTATION REGARDING DIRECTOR COMPENSATION (.5); REVIEW RESCAP'S MATERIALS RE: DIRECTOR COMPENSATION (.5).	3.70	2,127.50
01/29/13	JL	REVIEW MINUTES AND AUDIT COMMITTEE PACKAGE.	1.50	907.50
01/29/13	JTM	REVIEW AUDIT COMMITTEE PACKAGE IN PREP FOR WEDNESDAY AUDIT COMMITTEE MEETING (2.4).	2.40	1,644.00
01/29/13	MC	REVIEW COURT PAPERS INCLUDING ORDER RE: SALES CONTRACT AND RELATED AGREEMENTS (2.4); RESPOND TO INDEPENDENT DIRECTOR REQUESTS (.7).	3.10	1,767.00
01/29/13	NS	RENEW ANALYSIS OF EXAMINER'S SUBPOENA WITH RESPECT TO COMPLIANCE ISSUES.	0.50	237.50
01/29/13	RKD	BEGIN REVIEW OF CASES CITED IN KIRKLAND PRESENTATION (1.7); EMAILS WITH D. PIEDRA REGARDING DOCUMENT AND DISCOVERY ISSUES (.4); TELEPHONE CONFERENCE WITH A. LAWRENCE REGARDING SAME (.2); EMAILS WITH A. LAWRENCE REGARDING SAME (.1); REVIEW J. MACK CALENDAR ENTRIES (.2).	2.60	1,365.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/30/13	DAP	REVIEW MATERIALS IN PREPARATION FOR BOARD MEETING (.5); ATTEND TELEPHONIC BOARD MEETING (1.2); TELEPHONE CONFERENCE CALL WITH MOFO AND CARPENTER LIPPS REGARDING PRIVILEGE DESIGNATIONS AND DOCUMENT PRODUCTION ISSUES (1.8); REVISE LETTER TO LIGHTNER (.5); REVIEW PRIVILEGED DOCUMENT DESIGNATIONS (.4); TELEPHONE CALL JAMIE LEVITT RE: EXAMINER DISCOVERY REQUEST (.4); TELEPHONE CONFERENCE CALL WITH JIM TANENBAUM RE: CRO ISSUE (.4); TELEPHONE CALL WITH JOE MOLDOVAN RE: CRO ISSUE (.7); REVIEW CRO RESEARCH ISSUES (.4); REVIEW PROPOSED BOARD RESOLUTIONS (.3); CONF CONNOLLY RE: SAME (.2).	6.80	3,910.00
01/30/13	JL	AUDIT COMMITTEE CALL.	2.50	1,512.50
01/30/13	JTM	PREP FOR AND ATTEND TELEPHONIC BOARD MEETING (1.7); CALL WITH INDEPENDENT DIRECTORS RE ALL OPEN ISSUES INCLUDING CRO (2.3); REVIEW AND OC MC RE AMENDMENTS TO SALES CONTRACTS AND BOARD CONSENTS (1.4); OCS RD RE MACK DISCOVERY ISSUES AND REVIEW OF PROPOSED RESPONSE RE SAME (1.1); REVIEW PROPOSED CRO CANDIDATE BIOS OCS GARY RE SAME (.8); CALL WITH JONATHAN ILANY RE CRO ISSUES (.5); OC RD RE PROPOSED MEMO TO INDIES RE CRO PROCESS (.3); CALL WITH TEAM RE CRO ISSUES AND PROCESS (.7); REVIEW MOFO DRAFT OF CRO MOTION (.8); OC RD RE SAME (.2); REVIEW WALTER ASSIGNMENT ISSUES AND BOARD MATERIAL RE SAME (.3).	10.10	6,918.50
01/30/13	MW	E-MAIL WITH RKD RE: DOCUMENT PRODUCTION.	0.30	64.50
01/30/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.7); O/C WITH JTM AND REVIEW AMENDMENTS TO SALE CONTRACTS, AND RELATED CONSENTS (2.2); CONFERENCE CALL W/ INDEPENDENT DIRECTORS RE: REVIEW AND APPROVAL OF CONSENT AND CRO QUALIFICATION AND SELECTION PROCESS (1.4); REVIEW CRO RETENTION MOTION (.7).	6.20	3,534.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
01/30/13	RKD	CONFERENCE CALL WITH A. LAWRENCE, D. PIEDRA, J. BATTLE, ET AL., REGARDING MACK DOCUMENTS (1.1); REVISE PRIVILEGE LOG TO INCORPORATE COMMENTS FROM CALL (1.9); REVIEW DOCUMENTS IN RESPONSE TO REQUESTS FROM WTC (2.3); FOLLOW UP EMAILS WITH A. LAWRENCE REGARDING SAME (.4); REVISE LETTER TO M. LIGHTNER REGARDING DOCUMENT AND DISCOVERY PROCESS (.9); TELEPHONE CONFERENCE WITH J. MOLDOVAN REGARDING OFFICER ISSUES (.3); EMAILS WITH G. LEE, J. WISHNEW, AND N. MOSS REGARDING SAME (.4); TELEPHONE CONFERENCE WITH J. MOLDOVAN, M. CONNOLLY AND D. PIEDRA REGARDING SAME (.7); TELEPHONE CONFERENCE WITH J. WISHNEW AND N. MOSS REGARDING SAME (.4).	8.40	4,410.00
01/31/13	DAP	RESEARCH AND DRAFTING RESPONSE TO CRITICISMS BY UCC REGARDING DIRECTOR BREACH OF FIDUCIARY DUTY ISSUES AND COMPILE DOCUMENTATION SUPPORTING SOUND BUSINESS JUDGMENT (4.7); TELEPHONE CONFERENCE CALL WITH JAMIE LEVITT AND ALEX LAWRENCE OF MOFO REGARDING DOCUMENT PRODUCTION ISSUES (.3); REVIEW REVISED DRAFT OF LETTER TO LIGHTNER AND MAKE APPROPRIATE CHANGES (.5); EMAILS WITH ROBERT DAKIS RE: DOCUMENT PRODUCTION AND UPDATED PRIVILEGE LOG (.2); CONFERENCE WITH J. MOLDOVAN REGARDING POTENTIAL CRO ISSUE (.5); REVIEW JAMIE LEVITT DRAFT TO EXAMINER REGARDING ANALYSIS OF POTENTIAL THIRD PARTY CLAIMS AGAINST ALLY AS PART OF CLAIMS REVIEW (.4); EMAIL TO JAMIE LEVITT RE: SAME (.4).	7.00	4,025.00
01/31/13	JTM	REVIEW AND ANALYSIS OF CRO RETENTION AND RELATED ISSUES.	3.20	2,192.00
01/31/13	MC	CASE ADMINISTRATION (1.4); REVIEW PROCESS FOR CRO QUALIFICATION AND APPOINTMENT (.8).	2.20	1,254.00
01/31/13	NS	REVISE PRIVILEGE LOG FOR EXAMINER'S SUBPOENA.	2.00	950.00
01/31/13	RKD	REVIEW MATERIALS REGARDING CASE STATUS AND OPERATIONS STATUS IN PREPARATION FOR MEMORANDUM TO INDEPENDENT BOARD MEMBERS (.9); EMAILS WITH R. DECICCO AND E. HAMMERQUIST REGARDING DATA COLLECTIONS (.4); EMAILS WITH D. PIEDRA REGARDING SAME (.2); PREPARE DOCUMENTS FOR PRODUCTION IN RESPONSE TO DOCUMENT REQUEST (3.9); EMAILS WITH M. WIATRAK REGARDING SAME (.3).	5.70	2,992.50

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TOTAL TASK CODE	B260	Board of Directors Matters	490.20	291426.00
GRAND TOTAL FEES			503.00	294,581.00
TOTAL FEES SERVICES			\$	294,581.00

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
MW	MARIOLA WIATRAK	10.40	2,236.00
SUBTOTAL	B110 Case Administration	10.40	2,236.00
B160	Fee/Employment Applications		
RKD	ROBERT K. DAKIS	1.30	682.50
MW	MARIOLA WIATRAK	1.10	236.50
SUBTOTAL	B160 Fee/Employment Applications	2.40	919.00
B260	Board of Directors Matters		
DAP	DAVID PIEDRA	127.70	73,427.50
JL	JACK LEVY	5.40	3,267.00
JTM	JOSEPH T. MOLDOVAN	172.60	118,231.00
MC	MICHAEL CONNOLLY	54.50	31,065.00
RKD	ROBERT K. DAKIS	92.80	48,720.00
NS	NEIL SIEGEL	31.80	15,105.00
JPR	JASON P. REID	2.90	1,073.00
MW	MARIOLA WIATRAK	2.50	537.50
SUBTOTAL	B260 Board of Directors Matters	490.20	291,426.00
TOTAL FEES		503.00	294,581.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	10.40	2,236.00
B160	Fee/Employment Applications	2.40	919.00
B260	Board of Directors Matters	490.20	291,426.00
TOTAL FEES		503.00	294,581.00

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020530 RESCAP, LLC
020530-0002 CHAPTER 11

DATE: 03/05/13
INVOICE # : 232874

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOUR	VALUE
DAP	DAVID PIEDRA	127.70	73,427.50
JL	JACK LEVY	5.40	3,267.00
JTM	JOSEPH T. MOLDOVAN	172.60	118,231.00
MC	MICHAEL CONNOLLY	54.50	31,065.00
RKD	ROBERT K. DAKIS	94.10	49,402.50
NS	NEIL SIEGEL	31.80	15,105.00
JPR	JASON P. REID	2.90	1,073.00
MW	MARIOLA WIATRAK	14.00	3,010.00
TOTAL FEES		503.00	294,581.00

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

E109	TRAVEL	59.15
E105	TELEPHONE/FACSIMILE	968.42
E101	SC PHOTOCOPYING	31.64
E101	SC COLOR PHOTOCOPYING	24.43
E101	SC IN HOUSE VOLUME COLOR PRINTING	10.08
	MAIL	-44.37
E107	MESSANGER	233.50
	MEALS	11.00
	PROFESSIONAL FEES	523.25
	DATABASE SEARCH	665.06

TOTAL DISBURSEMENTS \$ 2,482.16

TOTAL BALANCE DUE FOR THIS PERIOD \$ 297,063.16

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DATE: 04/25/13
INVOICE # : 233865

TAMMY HAMZEHPOUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF FEBRUARY 28, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
02/01/13	MW	REVIEW COURT FILINGS FOR 2/1/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
02/04/13	MW	REVIEW COURT FILINGS FOR PERIOD 2/2/13 THROUGH 2/4/13 (.4); E-MAIL TO ATTORNEYS DOCKET WITH PLEADINGS (.1).	0.50	107.50
02/05/13	MW	REVIEW COURT FILINGS (.2); E-MAIL TO ATTORNEYS DOCKET WITH PLEADINGS (.1).	0.30	64.50
02/06/13	MW	REVIEW COURT FILINGS FOR 2/6/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
02/07/13	MW	REVIEW COURT FILINGS FOR 2/7/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
02/08/13	MW	REVIEW COURT FILINGS FOR 2/8/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
02/11/13	MW	REVIEW COURT FILINGS FROM 2/9/13 THROUGH 2/11/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1); FINALIZE PROFESSIONALS CONTACT LIST (1.4); PROOFREAD SAME (.3).	2.20	473.00
02/13/13	MW	REVIEW COURT FILINGS FOR 2/12/13 THROUGH 2/12/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
02/14/13	MW	REVIEW COURT FILINGS FOR 2/14/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
02/15/13	MW	REVIEW COURT FILINGS FOR 2/15/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
02/19/13	MW	REVIEW COURT FILINGS FOR 2/15/13 THROUGH 2/18/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
02/20/13	MW	REVIEW COURT FILINGS FOR 2/20/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00

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FOR PROFESSIONAL SERVICES RENDERED AS OF FEBRUARY 28, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/21/13	MW	REVIEW COURT FILINGS FOR 2/1/13 (.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.60	129.00
02/22/13	MW	REVIEW COURT FILINGS FOR 2/22/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
02/25/13	MW	REVIEW COURT FILINGS FOR 2/25/13 (.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.60	129.00
02/26/13	MW	REVIEW COURT FILINGS FOR 2/26/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
02/27/13	MW	REVIEW COURT FILINGS FOR 2/27/13 (.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1); UPDATE CALENDAR ACCORDINGLY (.2).	0.80	172.00
02/28/13	MW	REVIEW COURT FILINGS FOR 2/28/13 (.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1); UPDATE CALENDAR ACCORDINGLY (.3).	0.90	193.50
TOTAL TASK CODE	B110	Case Administration	11.60	2494.00
TASK CODE	B160	Fee/Employment Applications		
02/13/13	MW	COMPILE SEPT, OCT, NOV AND DEC. INVOICES (.1) START DRAFTING SECOND INTERIM FEE APPLICATION (1.6).	1.70	365.50
02/20/13	MW	EDIT JANUARY '12 INVOICE TO REMOVE PRIVILEGED INFORMATION.	1.30	279.50
02/25/13	MW	DRAFT EXHIBITS TO SECOND FEE APP.	3.20	688.00
TOTAL TASK CODE	B160	Fee/Employment Applications	6.20	1333.00
TASK CODE	B260	Board of Directors Matters		
02/01/13	DAP	REVIEW MATERIALS CONCERNING RMBS SETTLEMENT IN PREPARATION FOR MEETING WITH PAM WEST (1.0); CONFERENCE CALL WITH PAM WEST, DARRYL RAINS, TONY PRINCI AND LASHANN DEARCY (1.0); ATTEND TO ISSUES CONCERNING POTENTIAL APPOINTMENT OF CHIEF RESTRUCTURING OFFICER (.9); O/C WITH JTM AND RKD RE WILMINGTON'S ISSUES (6).	3.50	2,012.50
02/01/13	JPR	COORDINATE RESCAP PRODUCTION WITH D4.	0.70	259.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/01/13	JTM	CALL WITH MOFO RE CRO (.6); PREP FOR AND ATTEND BOARD MEETING (2.2); POST CALL WITH INDIES (1.7); OCS RKD RE MEMO TO INDIES RE CRO RETENTION, REVIEW, REVISE SAME (1.7); OCS MOFO, G. LEE AND JTAN RE SAME (.7); CALL WITH INDIES RE CRO RETENTION (1); REVIEW COMMUNICATION FROM WILMINGTON TO BOARD AND PREP RESPONSE (1.0); OC DAP AND RKD RE SAME (.6); EMAILS PROPOSED CRO CANDIDATES (.3).	9.80	6,713.00
02/01/13	MW	REVIEW COPIES OF SUBMISSIONS TO EXAMINER (.4); UPDATE JTM'S BINDER ACCORDINGLY (.6).	1.00	215.00
02/01/13	MW	REVIEW DOCUMENTS FOR KRAMER LEVIN PRESENTATION TO THE DEBTORS.	2.80	602.00
02/01/13	MW	CONTACT M. LUSKIN AND J. LEVITT RE MEETING WITH JTM.	0.20	43.00
02/01/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD CALL (2.2); CONFERENCE CALL WITH MOFO RE CRO (.6); PARTICIPATION IN MEETING OF INDEPENDENT DIRECTORS (1.3).	4.10	2,337.00
02/01/13	NS	REVISIONS TO PRIVILEGE LOG FOR EXAMINER'S SUBPOENA.	5.10	2,422.50
02/01/13	RKD	FINAL REVIEW OF REVISED PRIVILEGE LOG IN RESPONSE TO ISSUES RAISED BY WILMINGTON (1.7); O/C WITH JTM AND DAP RE SAME (.6); DRAFT EMAIL TO M. LIGHTNER FOLLOWING MEET AND CONFER (1.2); EMAILS WITH D. PIEDRA REGARDING SAME (.3); DRAFT BULLET POINT MEMORANDUM TO DIRECTORS REGARDING CRO RESPONSIBILITIES AND ISSUES (2.1); EMAILS WITH J. MOLDOVAN REGARDING SAME (.2); EMAILS WITH J. REID AND J. MEISTER REGARDING PRODUCTION ISSUES (.7).	5.80	3,045.00
02/02/13	JTM	REVIEW AND RESPOND BY PHONE OR EMAIL TO EMAILS FROM DIRECTORS AND POTENTIAL CRO CANDIDATES RE CRO PROCESS.	2.20	1,507.00
02/03/13	DL	EMAIL EXCHANGES JTM ET AL RE: CRO SELECTION AND REVIEW PRIOR DECISION OF BKTCY JUDGE.	0.80	468.00
02/03/13	JTM	CALLS AND EMAILS THROUGHOUT DAY WITH POTENTIAL CRO CANDIDATES, MOFO, MOCO ABOUT MATTER AND SCHEDULING (4.1); REVIEW OF GOVERNANCE AND APPOINTMENT ISSUES IN CONNECTION WITH CRO (2.6).	6.70	4,589.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/04/13	DL	CONF. JTM, RKD, DAP, MC RE: GOVERNANCE ISSUE RE: APPOINTMENT OF CHIEF RESTRUCTURING OFFICER (1.0); REVIEW TRANSCRIPT OF HEARING RE: EARLIER CASE INVOLVING GOVERNANCE ISSUES (1.4).	2.40	1,404.00
02/04/13	DAP	TELEPHONE CALL WITH MOFO, RE: STATUS AND SHORT-TERM STRATEGY (.7); MEETING INTERNALLY WITH MOLDOVAN, DAKIS, CONNOLLY AND LERNER REGARDING CRO SELECTION PROCESS, GOVERNANCE ISSUES AND STRATEGY (1.0); MEETING / INTERVIEWS WITH TWO CRO CANDIDATES (4.5); PREPARE REBUTTAL TO UCC REPORT REGARDING FIDUCIARY DUTY ISSUES (.7); O/C WITH JTM AND RKD RE: SAME (.8).	7.70	4,427.50
02/04/13	JPR	COORDINATE RESCAP PRODUCTION.	0.30	111.00
02/04/13	JTM	UPDATE AND COORDINATION CALL RE CASE STATUS WITH MOFO (.7); MEETING WITH DAP, RKD, MC, AND DL RE CRO SELECTION GOVERNANCE PROCESS (1.0); MEETING WITH 2 CRO CANDIDATES (5.2); CALL WITH CRO CANDIDATE (1.7); OC RKD AND DAP RE REBUTTAL TO UCC PRESENTATION (.8).	9.40	6,439.00
02/04/13	MW	PREPARE SETS OF DOCUMENTS FOR CONSIDERATION BY INDEPENDENT DIRECTORS.	1.60	344.00
02/04/13	MW	CONTINUE ORGANIZING BACK UP DOCUMENTS FOR KRAMER LEVIN PRESENTATION TO THE DEBTORS.	1.60	344.00
02/04/13	MC	REVIEW CRO CANDIDATE BIOGRAPHIES (.8); REVIEW CASE LAW (2.1); PREPARATION FOR AND PARTICIPATION IN CRO PRE-INTERVIEWS (4.2); PARTICIPATION IN CORPORATE GOVERNANCE MEETING (1.0).	8.10	4,617.00
02/04/13	RKD	ATTEND MEETING WITH L. KRUGER REGARDING INTERVIEW PROCESS AND CASE STATUS (1.3); MEET WITH J. MOLDOVAN, ET AL., REGARDING CRO RETENTION ISSUES (1.0); FINAL REVIEW OF DOCUMENTS FOR PRODUCTION TO WILMINGTON (1.9); EMAIL WITH M. LIGHTNER, ET AL., REGARDING SAME (.5).	4.70	2,467.50
02/05/13	DAP	CONF WITH JTM RE: CRO PROCESS (.5); MEETING WITH MARK BELLINSON CRO CANDIDATE DISCUSSION G. LEE AND J. MOLDOVAN RE: SAME (2.0); MEETING WITH ZOLFO COOPER CRO CANDIDATE AND CONF G. LEE AND JTM RE: SAME (2.0); MOFO ALL HANDS MEETING REGARDING CLAIMS REVIEW (2.0); MEETING G. LEE, J. MOLDOVAN REGARDING CRO APPOINTMENT AS OFFICER OR BY MOTION (.5); REVIEW DOCUMENTS FOR PRODUCTION TO WTC (1.0).	8.00	4,600.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/05/13	JTM	MEETING WITH CRO CANDIDATES (1.6) WITH G. LEE, TANNENBAUM, CONNOLLY, PIEDRA; MEETING WITH RESCAP TEAM RE CLAIMS AND LITIGATION MATTERS (2.0); OCS GLEE RE SAME (.4); MTG WITH D. PIEDRA AND J. TANNENBAUM AND G. LEE RE WINDOW MATTERS (.5); OC DAP RE RESPONSE TO WILMINGTON TRUST (.5);CONTINUED REVIEW BACKUP TO UCC CLAIM ANALYSIS IN PREP FOR MEETING WITH ECKSTEIN (3.8).	10.70	7,329.50
02/05/13	MW	FINALIZE BINDERS WITH KRAMER LEVIN PRESENTATION.	2.80	602.00
02/05/13	MC	PREPARATION FOR AND PARTICIPATION IN PRE-INTERVIEWS OF CRO CANDIDATES (4.8); PARTICIPATE IN CLAIMS MEETING (1.4); PREPARATION FOR INDEPENDENT DIRECTOR INTERVIEWS OF CRO CANDIDATES (1.4).	7.60	4,332.00
02/05/13	RKD	EMAILS WITH J. WISHNEW REGARDING CRO RETENTION PROCESS (.3); TELEPHONE CONFERENCE WITH J. WISHNEW AND N. MOSS REGARDING SAME (.9); TELEPHONE CONFERENCE WITH KIRKLAND REGARDING DOCUMENTS SUPPORTING RESPONSE TO COMMITTEE PRESENTATION (.3); REVIEW RESPONSE TO COMMITTEE PRESENTATION AND DOCUMENTS SUPPORTING SAME (5.5).	5.80	3,045.00
02/06/13	DAP	MEETING OF THE RESCAP BOARD OF DIRECTORS CONCERNING CRO SELECTION PROCESS (1.0); MEET WITH THREE CRO CANDIDATES AND DISCUSSIONS WITH THE BOARD CONCERNING SAME (6.5); DISCUSSION WITH INDEPENDENT DIRECTORS CONCERNING CRO SELECTION PROCESS AND CANDIDATES (1.0); DISCUSSION GARY LEE AND JOE MOLDOVAN REGARDING MEDIATION / JUDGE PECK (.6).	9.10	5,232.50
02/06/13	JTM	MEETING WITH BOARD RE CRO INTERVIEWS (1.0); MEETING WITH CRO CANDIDATE (2); MEETING WITH CRO CANDIDATES (2); CALL WITH G. LEE AND JUDGE PECK (.4); MEETING WITH RKD AND G. LEE ET. AL. RE: CRO AND MEDIATION (1); COMPENSATION COMMITTEE MEETING (.5); DISCUSSIONS WITH INDIVIDUAL BOARD MEMBERS RE MEDIATION AND CRO (.8).	10.20	6,987.00
02/06/13	MW	REVIEW DOCUMENTS RELATED TO RMBS SETTLEMENTS (1:00); ORGANIZE SAME (2.6).	3.60	774.00
02/06/13	MC	PARTICIPATION IN INTERVIEWS OF CRO CANDIDATES (6.5); PARTICIPATION IN MEETINGS WITH INDEPENDENT DIRECTORS AND COUNSEL (2.5).	8.60	4,902.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/06/13	RKD	REVISE LIST OF TOPICS FOR DISCUSSION WITH CRO CANDIDATES (.8); EMAILS WITH J. MOLDOVAN REGARDING SAME (.3); ATTEND BOARD MEETING REGARDING CRO SEARCH PROCESS (.8); ATTEND INTERVIEWS WITH THREE CRO CANDIDATES (6.5); MEETINGS WITH J. MOLDOVAN, G. LEE, ET AL., REGARDING MEDIATION ISSUES AND CRO SEARCH PROCESS (.6).	9.00	4,725.00
02/07/13	DAP	MEETING WITH BOARD OF DIRECTORS PRIOR TO FINAL CRO INTERVIEW (1.0); INTERVIEW CRO CANDIDATE WITH BOARD OF DIRECTORS (1.5); POST-INTERVIEW DISCUSSIONS WITH INDEPENDENT DIRECTORS REGARDING CRO (1.0); BOARD MEETING RE: CRO SELECTION (1.0); PREPARE FOR CRO PREPARATION SESSIONS (1.5).	6.00	3,450.00
02/07/13	JTM	CRO PRE-MEETING WITH BOARD (1.7); CRO CANDIDATE INTERVIEW WITH BOARD (1.5); POST INTERVIEW MEETINGS WITH BOARD (2.1); BOARD MEETING RE CRO RETENTION (1); CALLS WITH GLEE TO KRUGER, CRO (.6); OC RKD RE RMBS LITIGATION ISSUES (.2); REVIEW RMBS BRIEFS IN PREP FOR CRO DOWNLOAD (2.6); REVIEW ALLY PRESENTATION (1.8).	11.40	7,809.00
02/07/13	MC	PARTICIPATION IN INTERVIEWS OF CRO CANDIDATES (1.2); PARTICIPATION IN BOARD MEETING (1.3); PARTICIPATION IN MEETINGS WITH INDEPENDENT DIRECTORS AND COMPANY COUNSEL (3.4).	5.90	3,363.00
02/07/13	NS	REVIEW 73 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA PRODUCTION, DRAFT PRIVILEGE LOG ENTRIES AS NEEDED.	2.70	1,282.50
02/07/13	RKD	MEETING WITH J. ILANY, J. MACK, T. SMITH, J. MOLDOVAN, G. LEE, ET AL., REGARDING CRO SEARCH AND CANDIDATES (.9); MEETING WITH CRO CANDIDATE (1.5); BOARD MEETING REGARDING CRO SEARCH (1.0); O/C WITH J. MOLDOVAN REGARDING INFORMATION FOR CRO (.2); EMAILS WITH L. KRUGER WITH CASE INFORMATION (.3).	4.50	2,362.50
02/08/13	DL	O/C WITH JTM, MC RE: APPOINTMENT OF ADDITIONAL BOARD MEMBERS.	0.60	351.00

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02/08/13	DAP	MEETING OF BOARD OF DIRECTORS OF RESCAP (1.1); REVIEW TWO LARGE BINDERS CONTAINING UCC PRESENTATION AND ALL BACK-UP MATERIALS TO PREPARE FOR MEETING WITH UCC REGARDING MEDIATION / SETTLEMENT (3.4); DRAFT LETTER IN RESPONSE TO LETTER FROM WILMINGTON TRUST (.4); EMAIL CORRESPONDENCE WITH GARY LEE AND TAMMY HAMZEPHOUR REGARDING LETTER TO WILMINGTON TRUST (.2); REVIEW PROPOSED DRAFT CRO RETENTION LETTER (.4); EMAIL CORRESPONDENCE WITH MERYL ROTHCHILD REGARDING COMMENTS TO CRO RETENTION LETTER (.4); REVIEW DRAFT CRO MOTION (.4).	6.30	3,622.50
02/08/13	JTM	REVIEW AND COMMENT ON CRO RETENTION DOCS, WEST DECLARATION (1.4); NUMEROUS EMAILS AND CALLS AND DISCUSSIONS THROUGHOUT DAY WITH DAP, RKD RE CRO ISSUES AND DISCOVERY (2.3); OCS RKD RE RMBS LITIGATION (.4); CONTINUED REVIEW OF MATERIALS FOR THE RMBS TRIAL (2.8); REVIEW JSB AND SUN'S RESPONSES TO THE EXAMINER (3.8).	10.70	7,329.50
02/08/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.1); REVIEW CORPORATE ORGANIZATION DOCUMENTS (1.5); OFFICE CONFERENCES AND TELEPHONE CALLS RE: APPOINTMENT OF ADDITIONAL INDEPENDENT DIRECTORS (1.5); REVIEW, INCLUDING CASE UPDATE (.3).	4.40	2,508.00
02/08/13	NS	REVIEW 120 DOCUMENTS IN ELECTRONIC DATABASE AND DRAFT PRIVILEGE LOG ENTRIES AS NEEDED, FOR EXAMINER SUBPOENA PRODUCTION.	4.30	2,042.50
02/08/13	RKD	PARTICIPATE IN BOARD CALL (1.0); FOLLOW UP CALLS WITH J. MOLDOVAN, D. PIEDRA, AND M. CONNOLLY (.4); REVISE FORM OF RETENTION APPLICATION (.9); EMAILS WITH J. MOLDOVAN REGARDING SAME (.2); TELEPHONE CONFERENCE WITH N. MOSS REGARDING SAME (.2); EMAILS WITH N. MOSS REGARDING SAME (.3); BEGIN REVIEW OF RMBS OBJECTIONS (1.6).	4.60	2,415.00
02/09/13	JTM	REVIEW MATERIAL FOR CRO AND REVIEW OF DRAFT RETENTION MATERIALS (2.8); CONTINUED REVIEW ALLY EXAMINER SUBMISSION (2.4); COMMUNICATIONS WITH INDEPENDENT DIRECTORS RE CRO RETENTION (.6).	5.80	3,973.00
02/09/13	RKD	REVISE KRUGER ENGAGEMENT LETTER (1.1); EMAILS WITH J. MOLDOVAN REGARDING SAME (.3); EMAILS WITH J. ILANY, P. WEST, T. SMITH, AND J. MACK REGARDING SAME (.3); REVISE FORM OF RETENTION APPLICATION (.4).	2.10	1,102.50

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02/10/13	DAP	EMAIL CORRESPONDENCE RE: CRO RETENTION LETTER (.3); REVIEW CRO RETENTION MOTION (.5); RMBS TRIAL PREPARATION (.3).	1.10	632.50
02/10/13	JTM	REVIEW RMBS SUBMISSIONS IN CONNECTION WITH TRIAL (4.4); REVIEW DRAFTS OF CRO MOTION, DECLARATIONS, RETENTION LETTER (2.2); EMAILS ALL PARTIES RE SAME (.6); ANALYSIS OF CRO RETENTION ISSUES (2.2).	9.40	6,439.00
02/10/13	RKD	REVISE FORM OF KRUGER RETENTION APPLICATION (.6); EMAILS WITH T. HAMZEHPOUR REGARDING ENGAGEMENT LETTER (.2).	0.80	420.00
02/11/13	DAP	MEETING AT MOFO WITH MOFO TEAM, MOCO TEAM AND LEW KRUGER REGARDING CASE STRATEGY AND STATUS, INTERCREDITOR ISSUES, BOARD ISSUES, ETC. (4.0); EMAIL WITH INDEPENDENT DIRECTOR PAM WEST CONCERNING RMBS TRIAL (.2); EMAILS WITH JAMIE LEVITT AND LASHANN DEARCY REGARDING RMBS TRIAL DEPOSITION AND PREPARATION ISSUES (.2).	4.40	2,530.00
02/11/13	JTM	MEETING WITH GLEE, JTAN, LEW KRUGER, DAP, RKD RE KRUGER DOWNLOAD, BOARD ISSUES, GOVERNANCE, CASE DYNAMICS (4.0); TCS CRO CANDIDATES RE STATUS (.2); REVIEW WEST CRO DECLARATION AND RELATED MATERIALS (1.3); OCS DAP AND RKD RE SAME (.4); REVIEW FINAL EXAMINER SUBMISSIONS BY SUNS, STEERING COMMITTEE, DEBTOR (3.3).	9.40	6,439.00
02/11/13	MW	COMPLETE SUMMARIZING AND ORGANIZING DOCUMENTS RELATED TO APPROVAL OF RMBS SETTLEMENTS.	2.60	559.00
02/11/13	MC	REVIEW MOFO MOTION (2.3); O/C'S; T/C'S; CORRESPONDENCE (.8).	3.10	1,767.00
02/11/13	NS	REVIEW 182 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER SUBPOENA PRODUCTION AND DRAFT PRIVILEGE LOG ENTRIES AS NEEDED (7.2); CONFERENCE WITH ROBERT DAKIS RE: ADDITIONAL RESPONSIBILITIES TO BE ASSUMED IN CASE (0.2); REVIEW 3RD SUPPLEMENT TO EXAMINER'S WORK PLAN (0.1); TELEPHONE AND E-MAIL COMMUNICATIONS WITH DEBTORS' COUNSEL RE: ACCESS TO RMBS AND EXAMINER DATABASES (0.2).	7.70	3,657.50

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02/11/13	RKD	REVIEW REVISED FORM OF P. WEST DECLARATION IN SUPPORT OF L. KRUGER RETENTION (.3); EMAILS WITH P. WEST REGARDING SAME (.4); TELEPHONE CONFERENCE WITH P. WEST REGARDING SAME (.2); EMAILS WITH N. MOSS REGARDING SAME (.1); MEETING WITH J. MOLDOVAN, D. PIEDRA, L. KRUGER, G. LEE, ET AL., REGARDING CASE STATUS AND MAJOR CONSTITUENCIES (4.0); REVIEW FINAL FORM OF KRUGER RETENTION APPLICATION (.8); REVIEW DRAFT RMBS PLEADING AND CASES CITED THEREIN (.6).	6.40	3,360.00
02/12/13	DL	O/C WITH JTM, DAP, JL, RKD RE: APPOINTMENT OF CRO AND BOARD DUTIES.	0.60	351.00
02/12/13	DAP	MEETING AT MOFO WITH LEW KRUGER, MOFO TEAM, MOCO TEAM, CENTERVIEW AND FTI (3.0); MOCO TEAM MEETING (JTM, RKD, DAP, DL, JL AND MC) REGARDING CRO RETENTION AND BOARD OF DIRECTORS GOVERNANCE ISSUES (.6); RMBS TRIAL PREPARATION FOR PAM WEST (.5); UPDATE CALL WITH INDEPENDENT DIRECTORS (.6); EMAIL CORRESP G. LEE & JTM REGARDING CREDITOR REQUEST TO TERMINATE AFI PLAN SUPPORT AGMT (.3).	5.00	2,875.00
02/12/13	JL	INTERNAL MEETING RE GOVERNANCE ISSUES (.6); FOLLOW UP UP REVIEW OF OPERATING AGREEMENT AND LLC AGREEMENT (.5).	1.10	665.50
02/12/13	JTM	CONTINUED MEETINGS WITH MOFO TEAM AND KRUGER RE CASE INTO (3.4); CALL WITH ECKSTEIN, JT, AND KRUGER (.4); UPDATE CALL WITH INDIES (.9); MEETING WITH MOCO TEAM RE CRO DUTIES, PROCESS, AND BOARD ISSUES (.6); ANALYSIS OF SAME (2.5); OCS RKD RE SAME (.5).	9.30	6,370.50
02/12/13	MC	REVIEW AND APPROVE OF RELEASE FORM (.3); CONFERENCE CALLS W/ INDEPENDENT DIRECTORS (1.7); REVIEW MOFO MOTION (1.8); MEETING W/ JTM, DAP, JL, DL AND RKD (.6).	4.40	2,508.00
02/12/13	NS	REVIEW 117 DOCUMENTS ON DATABASE FOR EXAMINER SUBPOENA PRODUCTION AND DRAFT PRIVILEGE LOG ENTRIES AS NEEDED (6.0); CONFERENCE WITH ROBERT DAKIS RE: EMERGING ISSUE IS CASE TO RESEARCH IN CONNECTION WITH EXAMINER (0.3).	6.30	2,992.50

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02/12/13	RKD	ATTEND MEETING WITH L. KRUGER, J. MOLDOVAN, G. LEE, J. TANNENBAUM, ET AL. REGARDING CASE STATUS AND INTERCREDITOR ISSUES (1.2); MEETING WITH J. MOLDOVAN, L. KRUGER AND J. TANNENBAUM REGARDING RMBS SETTLEMENT AND PLAN DYNAMICS (2.3); MEETING WITH J. LEVY, D. LERNER, M. CONNOLLY, AND J. MOLDOVAN REGARDING DELEGATION OF DIRECTOR RESPONSIBILITIES TO OFFICERS OF LLC AND CASE STATUS (.6); LEGAL RESEARCH REGARDING EQUITABLE SUBORDINATION (2.1); MEETING WITH N. SIEGEL REGARDING SAME (.3); O/C WITH JTM RE GOVERNANCE ISSUES (.5).	7.00	3,675.00
02/13/13	DAP	EMAIL JTM, G. LEE, T. HAMZEHPOUR REGARDING ISSUE OF WILMINGTON'S REQUEST FOR TERMINATION OF AFI PLAN SUPPORT REQUEST (.8); REVISE DRAFT LETTER CONCERNING SAME (.4); REVIEW AND INCORPORATE COMMENTS TO DRAFT LETTER (.3); EMAIL TO LEW KRUGER (.3); CONFES JTM REGARDING SAME (.3).	2.10	1,207.50
02/13/13	JTM	CALL WITH LK AND MOFO, GL, TP RE MEETING WITH ECKSTEIN (.6); CALL WITH ILANY RE SAME (.6); REVIEW REVISE PROPOSED RESPONSE TO SUNS (.4); CONTINUED REVIEW OF SUNS, JSB, AND DEBTOR'S SUBMISSIONS TO THE EXAMINER (2.5); T/C WITH RKD RE: CRO MEETINGS WITH THE BOARD (.6).	4.70	3,219.50
02/13/13	MW	DOWNLOAD TO VENDOR'S WEBSITE VOLUMINOUS DOCUMENTS RELATED TO RMBS SETTLEMENTS (.6); MAKE ARRANGEMENTS TO PRINT SAME (.2).	0.80	172.00
02/13/13	MC	REVIEW DOCUMENTS; CORRESPONDENCE RE: INDEPENDENT DIRECTORS; COMPENSATION ISSUES; CRO.	1.60	912.00
02/13/13	NS	REVIEW 124 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER SUBPOENA PRODUCTION AND DRAFT MULTIPLE PRIVILEGE LOG ENTRIES, AS NEEDED.	5.40	2,565.00
02/13/13	RKD	LEGAL RESEARCH REGARDING DIRECTOR FIDUCIARY DUTIES IN LLC (4.1); TELEPHONE CONFERENCES WITH JTM REGARDING CRO MEETINGS WITH KEY CONSTITUENCIES (.6); EMAIL WITH P. WEST REGARDING SAME (.1); REVIEW LLC AGREEMENT AND OPERATING AGREEMENT IN CONNECTION WITH DELEGATION OF DUTIES (.7); LEGAL RESEARCH REGARDING DELEGATION OF DUTIES FROM LLC BOARD TO OFFICERS (2.7).	8.20	4,305.00

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02/14/13	DAP	EMAIL CORRESPONDENCE LASHANN REGARDING RMBS (.2); REVIEW RMBS PAPERS IN PREP FOR PAM WEST POTENTIAL DEPOSITION AND TESTIMONY (.5); REVIEW JSB'S OBJECTION TO RMBS 9019 MOTION REGARDING ALLEGATION OF PURPORTED BOARD BREACH OF DUTY (.6); REVIEW CASE LAW REGARDING SAME (1.2); MEETING WITH JTM, RKD, DL AND MC CONCERNING CREDITOR POTENTIAL OBJECTIONS TO CRO MOTION (.6); CONFERENCE CALL WITH INDEPENDENTS POST-BOARD MEETING CONFERENCE CALL (.7).	3.80	2,185.00
02/14/13	JTM	MTG WITH J. LEVITT (MOFO), RKD, M. LUSKIN, ET. AL. RE EXAMINER EXAMINATIONS OF ADDITIONAL WITNESS AND FINANCIAL ADVISORS (2.1); BOARD CALL (2.0); INDIES POST CALL RE BOARD CALL (.3); TEAM DISCUSSION RE BOARD COMPOSITION AND MODIFICATION (.6); REVIEW JSN OBJECTION RE RMBS SETTLEMENT AND ANALYSIS OF SAME (3.7); REVIEW PRECLUSION MOTION (1.0); O/C WITH RKD, DAP AND MC RE: CRO MOTION (.6).	10.20	6,987.00
02/14/13	MC	PREPARATION FOR AND PARTICIPATION IN TELEPHONIC MEETINGS OF BOARD AND COMPENSATION COMMITTEE (2.3); PARTICIPATION IN TELEPHONIC MEETING WITH INDEPENDENT DIRECTORS (.8); REVIEW DOCUMENTS (1.6).	4.70	2,679.00
02/14/13	NS	REVIEW 222 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA PRODUCTION AND DRAFT PRIVILEGE LOG ENTRIES AS NEEDED.	6.80	3,230.00
02/14/13	RKD	MEETING WITH M. LUSKIN, S. HOURANG, J. LEVITT, AND J. MOLDOVAN REGARDING GOLDIN EXAMINER INTERVIEW (2.1); MEETING WITH J. LEVITT AND J. MOLDOVAN REGARDING CASE STATUS (.3); REVIEW JSB BRIEF REGARDING FIDUCIARY DUTIES (.4); LEGAL RESEARCH REGARDING SAME (1.1); O/C WITH JTM, DAP, MC RE: CRO MOTION (.6).	4.50	2,362.50
02/15/13	DAP	REVIEW AND ANALYZE PROPOSED RESPONSE TO JSB OBJECTIONS TO RMBS 9019 (2.1); TELEPHONE CALLS WITH LASHANN DARCY REGARDING SAME (1.0); CONFS RKD AND JTM REGARDING KRUGER DISCLOSURE ISSUES AND JSB OBJECTION REGARDING BOARD ALLEGED BREACH OF DUTY (.6).	3.70	2,127.50

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02/15/13	JTM	CALL WITH J ILANY RE PLAN SUPPORT AGREEMENT (.5); REVIEW AND ANALYZE SAME (1.1); DISCUSSIONS WITH RKD AND DAP THROUGHOUT DAY RE WILMINGTON AND OTHER CREDITORS ISSUES RE CRO RETENTION (1.4); EMAILS TCS G. LEE RE SAME (.3); REVIEW JOINDER ON MOTION TO PRECLUDE AND ANALYZE ISSUES RE SAME (.8); REVIEW ISSUES RAISED WITH RESPECT TO PARENT SUB FIDUCIARY ISSUES OF BOARD (2.5); T/C WITH DAP AND RKD RE: CRO ISSUES (.7).	7.30	5,000.50
02/15/13	NS	REVIEW 150 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA PRODUCTION AND DRAFT PRIVILEGE LOG ENTRIES AS NEEDED.	6.50	3,087.50
02/15/13	RKD	REVIEW DOCUMENTS APPENDED TO COMMITTEE PRESENTATION ON CLAIMS IN CONNECTION WITH ANALYSIS OF SAME (3.9); REVIEW LEGAL RESEARCH REGARDING SUBORDINATION ISSUES (.6); T/C WITH DAP AND JTM RE: CRO ISSUES (.7).	5.20	2,730.00
02/16/13	JTM	DISCUSSION W G. LEE RE TERMINATION OF PSA.	0.30	205.50
02/19/13	DAP	TELEPHONE CALL WITH DARRYL RAINS REGARDING 9019 MOTION DISCOVERY (.7); RESCAP BOARD MEETING CALL (1.1).	1.80	1,035.00
02/19/13	JTM	BOARD CALL (1.3); EMAILS G. LEE RE CRO DISCOVERY (.2); OCS RKD AND DAP RE SAME (.6) CALLS WITH INDIVIDUAL BOARD MEMBERS RE SAME (.8); REVIEW MBIA OBJECTION TO CLAIMS CLASSIFICATION MOTION AND RELATED JOINDERS (1.7).	4.60	3,151.00
02/19/13	MC	REVIEW COMMITTEE'S DOCUMENT REQUEST FOR CRO MOTION.	0.60	342.00
02/19/13	NS	REVIEW 22 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA PRODUCTION AND DRAFT PRIVILEGE LOG ENTRIES AS NEEDED.	1.20	570.00
02/19/13	RKD	REVIEW 195 MACK DOCUMENTS FOR RESPONSE TO EXAMINER SUBPOENA (3.9).	3.90	2,047.50
02/20/13	JTM	OCS RKD RE REQUEST FROM EXAMINER (.9); EMAILS AND TC JLEVITT RE SAME (.7).	1.60	1,096.00
02/20/13	MW	COMPILE COMPLETE SET OF RMBS VOLUMINOUS DOCUMENTS.	3.60	774.00

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02/20/13	MC	REVIEW FILES RE: TAX ALLOCATION (1.6); OFFICE CONFERENCES (.0); REVIEW DOCUMENTS RE: DIRECTOR COMPENSATION (1.4); O/C WITH JTM RE REQUEST FROM EXAMINER (.9).	4.70	2,679.00
02/20/13	NS	REVIEW 108 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA PRODUCTION (4.9); REVIEW 82 DOCUMENTS RE EXAMINER'S INQUIRIES (3.5).	8.40	3,990.00
02/20/13	RKD	REVIEW COMMITTEE DOCUMENT REQUESTS FOR CRO MOTION (.6); BEGIN COLLECTING RESPONSIVE DOCUMENTS (1.1); DRAFT RESPONSE TO COMMITTEE LETTER (.4); EMAILS WITH N. MOSS AND S. ENGLEHARDT REGARDING SAME (.2); TELEPHONE CONFERENCE WITH S. ENGLEHARDT AND N. MOSS REGARDING SAME (.2); REVIEW EMAILS FROM EXAMINER REGARDING 2009 TAX ALLOCATION AGREEMENT (.2); OFFICE CONFERENCE WITH N. SIEGEL REGARDING SAME (.3); REVIEW DOCUMENTS ATTACHED TO EMAIL REGARDING TAX ALLOCATION AGREEMENT (1.4).	4.60	2,415.00
02/21/13	IG	REVIEW 2009 TAX ALLOCATION AGREEMENT (.4); CALL JTM, MC RE: SAME (.9).	1.30	903.50
02/21/13	JPR	DATABASE QUERIES FOR N. SIEGEL.	1.10	407.00
02/21/13	JTM	MEETING WITH MC, RKD, GROSSMAN RE 2009 TAX ALLOCATION (.9); REVIEW MATERIALS IN CONNECTION WITH DIRECTOR COMPENSATION (2.1); OC CONNOLLY RE SAME (.3); DISCUSSIONS WITH RKD RE DISCOVERY OF WEST AND HER MATERIAL (.6); REVIEW AD HOC OBJECTION TO EXTENSION OF EXCLUSIVITY (.7).	4.60	3,151.00
02/21/13	MC	OFFICE CONFERENCE RE: TAX ALLOCATION AGREEMENT (.9); REVIEW COMPENSATION ISSUES (1.6); CORRESPONDENCE RE: SAME (.4).	2.90	1,653.00
02/21/13	NS	REVIEW 407 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA (5.6); CONFERENCE WITH JASON REID RE: SEARCH FOR DOCUMENTS RE: EXAMINER'S INQUIRY (.5); REVIEW 38 DOCUMENTS RE: SAME (1.0); PARTICIPATE IN MEETING W/ JTM, RKD, ET. AL. RE: EXAMINER'S TAX ALLOCATION AGREEMENT INQUIRY AND RELATED ISSUES (.5); T/C WITH JTM, ET. AL. RE SAME (.6).	8.00	3,800.00

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02/21/13	RKD	REVIEW EMAILS REGARDING 2009 TAX ALLOCATION AGREEMENT (.6); REVIEW TAX ALLOCATION AGREEMENT (.9); OFFICE CONFERENCE WITH J. MOLDOVAN, M. CONNOLLY, I. GROSSMAN, AND N. SIEGEL REGARDING SAME (.5); TELEPHONE CONFERENCE WITH J. MOLDOVAN, M. CONNOLLY, I. GROSSMAN, N. SIEGEL, A. LAWRENCE AND J. LEVITT REGARDING TAX ALLOCATION AGREEMENT AND P. WEST DOCUMENT PRODUCTION (.5); REVIEW 56 P WEST DOCUMENTS FOR RESPONSIVENESS TO SUBPOENAS IN RMBS LITIGATION (2.9).	5.40	2,835.00
02/22/13	JTM	REVIEW KEIP KERP MATTERS AND MATERIALS RE SAME (2.1); COMMS BOARD MEMBERS RE SAME (.4); CATCH UP CALL WITH G. LEE RE OPEN MATTERS, CRO, DIRECTORS (.4); REVIEW AND ANALYZE REVISED AGREEMENT WITH UCC RE CRO AUTHORITY (.8).	3.70	2,534.50
02/22/13	MC	REVIEW UCC ESTATE UPDATE REPORT AND WEEKLY REPORT (2.7); CORRESPONDENCE AND T/C'S W/ INDEPENDENT DIRECTORS (.7).	3.40	1,938.00
02/22/13	NS	REVIEW 514 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA.	8.20	3,895.00
02/22/13	RKD	EMAILS WITH A. LAWRENCE REGARDING P WEST DOCUMENT COLLECTION (.2); EMAILS WITH D. PIEDRA REGARDING SAME (.3).	0.50	262.50
02/24/13	DAP	EMAIL CORRESPONDENCE PAM WEST RE: RMBS 9019.	0.20	115.00
02/24/13	NS	REVIEW 290 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA (4.1); EMAILS WITH RKD REGARDING J. MACK DOCUMENT REVIEW (.4).	4.50	2,137.50
02/24/13	RKD	EMAILS WITH N. SIEGEL REGARDING J. MACK DOCUMENT REVIEW (.4).	0.40	210.00
02/25/13	DAP	TELEPHONE CALL PAM WEST RE: 9019 ISSUES (.3); TELEPHONE CALL DARRYL RAINS CONCERNING RMBS 9019 ISSUES (.3); REC/REV DRAFT MOTION TO CLASSIFY FORECLOSURE REVIEW OBLIGATIONS FROM MOFO (.5); EMAIL CORRESPONDENCE REGARDING COMMENTS TO SAME (.2); REVIEW RMBS BRIEFS REGARDING PAM WEST POTENTIAL REBUTTAL TESTIMONY (.6); MEETING WITH MOLDOVAN AND DAKIS REGARDING STATUS AND OPEN ISSUES (.6).	2.30	1,322.50

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02/25/13	JTM	ALL HANDS CALL RE STATUS OF ALL ITEMS (.8); ANALYSIS OF CRO AND ESTATE ISSUES RE UCC REQUEST FOR STN STANDING (2.9); OCS RKD AND DAP RE STATUS AND DISCOVERY MATTERS (.6); REVIEW DRAFT MOTION TO CLASSIFY FORECLOSURE REVIEW OBLIGATION (.9); REVIEW ANALYZE FINAL DRAFTS OF UCC AGREEMENT RE CRO (.7).	5.90	4,041.50
02/25/13	MC	REVIEW COURT FILINGS (2.0); OFFICE CONFERENCES, CORRESPONDENCE, T/C'S, INDEPENDENT DIRECTOR ISSUES (1.6).	3.60	2,052.00
02/25/13	NS	REVIEW 76 DOCUMENTS IN ELECTRONIC DATABASE FOR EXAMINER'S SUBPOENA PRODUCTION (3.9); CONFERENCES WITH JASON REID RE: SEARCHING FOR APPARENT DUPLICATE DOCUMENTS IN DATABASE (0.3); BEGIN RESEARCH ON APPLICATION OF SUBORDINATION ISSUE (3.9).	8.10	3,847.50
02/25/13	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN AND D. PIEDRA REGARDING CASE STATUS AND DOCUMENT ISSUES (.6); REVIEW 215 DOCUMENTS IN J. MACK EXAMINER PRODUCTION (4.2).	5.00	2,625.00
02/26/13	DAP	TELEPHONE CALL WITH PAM WEST REGARDING DISCOVERY ISSUES (.4); MEETING WITH DAKIS AND MOLDOVAN RE: CRO ISSUE, POTENTIAL SETTLEMENT, EXTENSION OF EXCLUSIVITY (.4); EMAIL RE: RMBS REBUTTAL WITNESS ISSUE (.2); REVIEW PROPOSED SETTLEMENT OF CRO MOTION, MOTION TO EXTEND EXCLUSIVITY (.5); EMAIL CORRESPONDENCE RE: COMMENTS TO SAME (.2); EMAIL WITH FTI CONCERNING DATA COLLECTION (.1).	1.80	1,035.00
02/26/13	JPR	DATABASE QUERIES FOR N. SIEGEL AND R. DAKIS.	1.50	555.00
02/26/13	JTM	REVIEW PROPOSED AGREEMENT WITH UCC RE CRO (1.0) OC RKD DAP RE SAME (.4); EMAILS G. LEE RE PROPOSED COMMENTS AND MODIFICATIONS (.4); REVIEW DRAFT UCC RESPONSE RE CRO AND EXCLUSIVITY (.8); WILMINGTON RESPONSE RE EXCLUSIVITY (.6).	3.20	2,192.00
02/26/13	MW	REVIEW AND ORGANIZE DOCUMENTS RELATED TO AIG MOTION FOR AN ORDER CLASSIFYING RMBS FRAUD CLAIMS IN THE SAME CLASS AS THE SECURITIZATION TRUSTS' CLAIMS FOR PURPOSES OF ANY CHAPTER 11 PLAN.	2.60	559.00

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020530 RESCAP, LLC
 020530-0002 CHAPTER 11

DATE: 04/25/13
 INVOICE # : 233865

FOR PROFESSIONAL SERVICES RENDERED AS OF FEBRUARY 28, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/26/13	MW	RETRIEVE AND REVIEW NEW DOCUMENTS RELATED TO RMBS SETTLEMENTS; (1.00); START UPDATING SETS OF DOCUMENTS (1.3).	2.30	494.50
02/26/13	NS	RESEARCH SUBORDINATION ISSUES.	6.90	3,277.50
02/26/13	RKD	OFFICE CONFERENCE WITH J. MOLDOVAN REGARDING COMMITTEE AGREEMENT RE CRO RETENTION AND EXCLUSIVITY (.4); EMAILS WITH J. MOLDOVAN AND D. PIEDRA REGARDING SAME (.2); REVIEW DRAFT AGREEMENT REGARDING SAME (.3); REVIEW MOTION TO EXCLUDE DEBTORS' TESTIMONY REGARDING ADVICE OF COUNSEL AND RELATED PLEADINGS (1.9); REVIEW 102 DOCUMENTS IN J. MACK EXAMINER PRODUCTION (2.2).	5.00	2,625.00
02/27/13	JTM	EMAILS THROUGHOUT DAY WITH JLEVITT RE EXAMINER INQUIRY INTO VARIOUS TRANSACTIONS (1.2); REVIEW MATERIALS- BOARD DECKS, PRESENTATION MATERIALS - IN CONNECTION WITH SAME (2.1); OCS CONNOLLY RE SAME (.4).	3.70	2,534.50
02/27/13	MW	FINALIZE UPDATING RMBS DOCUMENTS.	2.40	516.00
02/27/13	MC	REVIEW AND RESPONSE TO MORRISON FOERSTER REQUEST FOR INFORMATION RELATING TO INDEPENDENT DIRECTORS (1.2); REVIEW PROCESS ISSUES RELATING TO ISSUANCE OF FAIRNESS OPINIONS AND APPROVAL OF AFFILIATE TRANSACTIONS (2.0); O/C WITH JTM RE: EXAMINER INQUIRY (.4).	3.60	2,052.00
02/27/13	NS	CONTINUED RESEARCH RE SUBORDINATION ISSUES.	7.80	3,705.00
02/27/13	RKD	TELEPHONE CONFERENCE WITH J. MOLDOVAN REGARDING EXAMINER QUESTIONS (.4); REVIEW REVIEW PLEADINGS AND EXHIBITS IN RESPONSE TO RMBS ISSUES IN PREPARATION FOR RMBS TRIAL (4.9).	5.30	2,782.50
02/28/13	DAP	TELEPHONE CALL WITH PAM WEST REGARDING DOCUMENT PRODUCTION AND EMAIL ISSUES (.8); EMAIL CORRESPONDENCE WITH FTI RE: DATA COLLECTION FROM PAM WEST (.2); CONFERENCES WITH R. DAKIS RE: 9019 PREPARATION AND DISCOVERY (.4).	1.40	805.00
02/28/13	JPR	COORDINATE IMAGING OF PAM WEST HARD COPY DOCUMENTS.	2.10	777.00
02/28/13	JTM	REVIEW DISCOVERY DOCUMENTS.	2.00	1,370.00
02/28/13	MC	REVIEW MINUTES (1.2); CONFERENCE WITH INDEPENDENT DIRECTORS AND CORRESPONDENCE (.9).	2.10	1,197.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
02/28/13	NS	CONTINUED RESEARCH ON A POTENTIALLY SIGNIFICANT ISSUE.	7.30	3,467.50
02/28/13	RKD	ATTEND STATUS CONFERENCE AND CASE UPDATE TO HEAR ISSUES REGARDING RMBS TRIAL (1); EMAILS WITH D. PIEDRA REGARDING P WEST DOCUMENT PRODUCTION (.6); OFFICE CONFERENCE WITH D. PEIDRA REGARDING SAME (.4); EMAILS WITH R. SAENGER REGARDING DOCUMENT REVIEW PROJECT (.4); REVIEW DOCUMENTS FROM DISCOVERY DATABASE IN CONNECTION WITH RMBS TRIAL ISSUES (4.1); REVIEW PLEADINGS IN RESPONSE TO RMBS ISSUES (3.8).	10.30	5,407.50
TOTAL TASK CODE	B260	Board of Directors Matters	553.00	307906.50
GRAND TOTAL FEES			570.80	311,733.50
		TOTAL FEES SERVICES		\$ 311,733.50

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
MW	MARIOLA WIATRAK	11.60	2,494.00
SUBTOTAL	B110 Case Administration	11.60	2,494.00
B160	Fee/Employment Applications		
MW	MARIOLA WIATRAK	6.20	1,333.00
SUBTOTAL	B160 Fee/Employment Applications	6.20	1,333.00
B260	Board of Directors Matters		
DL	DAVID LERNER	4.40	2,574.00
DAP	DAVID PIEDRA	68.20	39,215.00
IG	ISAAC GROSSMAN	1.30	903.50
JL	JACK LEVY	1.10	665.50
JTM	JOSEPH T. MOLDOVAN	156.80	107,408.00
MC	MICHAEL CONNOLLY	73.40	41,838.00
RKD	ROBERT K. DAKIS	109.00	57,225.00

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
NS	NEIL SIEGEL	105.20	49,970.00
JPR	JASON P. REID	5.70	2,109.00
MW	MARIOLA WIATRAK	27.90	5,998.50
SUBTOTAL	B260 Board of Directors Matters	553.00	307,906.50
TOTAL FEES		570.80	311,733.50

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	11.60	2,494.00
B160	Fee/Employment Applications	6.20	1,333.00
B260	Board of Directors Matters	553.00	307,906.50
TOTAL FEES		570.80	311,733.50

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DL	DAVID LERNER	4.40	2,574.00
DAP	DAVID PIEDRA	68.20	39,215.00
IG	ISAAC GROSSMAN	1.30	903.50
JL	JACK LEVY	1.10	665.50
JTM	JOSEPH T. MOLDOVAN	156.80	107,408.00
MC	MICHAEL CONNOLLY	73.40	41,838.00
RKD	ROBERT K. DAKIS	109.00	57,225.00
NS	NEIL SIEGEL	105.20	49,970.00
JPR	JASON P. REID	5.70	2,109.00
MW	MARIOLA WIATRAK	45.70	9,825.50
TOTAL FEES		570.80	311,733.50

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

	TELEPHONE/FACSIMILE	1,379.24
E101	SC PHOTOCOPYING	488.32
E101	SC COLOR PHOTOCOPYING	232.75
E101	SC IN HOUSE VOLUME PRINTING	109.41

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E101	SC IN HOUSE VOLUME COLOR PRINTING	58.94
	MAIL	41.34
	MEALS	260.00
	PROFESSIONAL FEES	304.64
	DATABASE SEARCH	757.90

TOTAL DISBURSEMENTS \$ 3,632.54

TOTAL BALANCE DUE FOR THIS PERIOD \$ 315,366.04

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DATE: 05/29/13
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TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF MARCH 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
03/01/13	MW	REVIEW COURT FILINGS FOR 3/1/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1); REVIEW ATTORNEY'S NOTES RE SCHEDULING ORDER RE 9019 MOTION (.1); CALENDAR SAME (.3).	1.10	236.50
03/04/13	MW	REVIEW COURT FILINGS FOR 3/1/13 THROUGH 3/4/13(.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.60	129.00
03/05/13	MW	REVIEW COURT FILINGS FOR 3/5/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
03/06/13	MW	REVIEW COURT FILINGS FOR 3/6/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/07/13	MW	REVIEW COURT FILINGS FOR 3/7/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/11/13	MW	REVIEW COURT FILINGS FROM 3/7/13 TO 3/11/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
03/12/13	MW	REVIEW COURT FILINGS FOR 3/12/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/13/13	MW	REVIEW COURT FILINGS FOR 3/13/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
03/14/13	MW	RETRIEVE AND REVIEW VOLUMINOUS COURT FILINGS FOR 3/14/13 (.1.2); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	1.30	279.50
03/15/13	MW	REVIEW ADDITIONAL VOLUMINOUS COURT FILINGS FROM 3/14/13 THROUGH 3/15/13 (1.00); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	1.10	236.50
03/18/13	MW	REVIEW COURT FILINGS FROM 3/15/13 TO 3/18/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
03/19/13	MW	REVIEW COURT FILINGS FOR 3/19/13 (.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.60	129.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
03/20/13	MW	REVIEW COURT FILINGS FOR 3/20/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/21/13	MW	REVIEW COURT FILINGS FOR 3/21/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/25/13	MW	REVIEW COURT FILINGS FOR 3/22/13 THROUGH 3/25/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
03/26/13	MW	REVIEW COURT FILINGS FOR 3/26/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/27/13	MW	REVIEW COURT FILINGS FOR 3/27/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
03/28/13	MW	REVIEW COURT FILINGS FOR 3/28/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.40	86.00
TOTAL TASK CODE	B110	Case Administration	10.80	2322.00
TASK CODE	B160	Fee/Employment Applications		
03/01/13	MW	START REVIEWING BACK UP FOR DISBURSEMENTS INCLUDED IN SECOND INTERIM FEE APP.	1.60	344.00
03/11/13	DAP	REVISE FEE APPLICATION REGARDING SERVICES TO INDEPENDENT DIRECTORS (1.2); CONFERENCES WITH R. DAKIS RE: SAME (.2).	1.40	805.00
03/11/13	MW	DRAFT TABLES FOR INTERIM FEE APP.	0.80	172.00
03/11/13	MW	O/C WITH RKD AND NS RE: 2ND INTERIM FEE APP.	0.30	64.50
03/11/13	NS	CONFERENCE WITH R. DAKIS AND M. WIATRAK RE: QUARTERLY FEE APPLICATION (0.3); REVISE SECOND QUARTERLY FEE APPLICATION, AND REVIEW DRAFT OF ACCOMPANYING CERTIFICATION (3.9).	4.20	1,995.00
03/11/13	RKD	OFFICE CONFERENCE WITH N. SIEGEL AND M. WIATRAK REGARDING FEE APPLICATION (.3); REVISE INITIAL SECTIONS OF DRAFT FEE APPLICATION (2.4); EMAIL WITH D. PIEDRA REGARDING FEE APPLICATION AND NARRATIVE (.2).	2.90	1,522.50
03/12/13	MW	FURTHER REVISIONS TO SECOND FEE APP AND EXHIBITS (.1.6); COMPILE EXHIBITS FOR SAME (.5); O/C WITH RKD RE SAME (.2).	2.30	494.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
03/12/13	NS	REVIEW QUARTERLY FEE APPLICATION FOR NECESSARY REVISIONS AND ADDITIONS (0.3); REVIEW NEW GENERAL ORDER RE: FEE APPLICATIONS AND DRAFT LIST OF POTENTIAL NECESSARY ADDITIONS AND REVISIONS TO SECOND QUARTERLY FEE APPLICATION (0.8).	1.10	522.50
03/12/13	RKD	REVISE NARRATIVE FOR SECOND INTERIM FEE APPLICATION (3.9); REVIEW CHARTS FOR PRIVILEGED MATERIALS (1.9); OFFICE CONFERENCE WITH M. WIATRAK REGARDING SAME (.2); REVISIONS TO NARRATIVE TO INCORPORATE ADDITIONAL INFORMATION FROM CHARTS (1.1).	7.20	3,780.00
03/13/13	MW	FURTHER REVISIONS TO EXHIBITS TO SECOND FEE APP.	0.80	172.00
03/14/13	JTM	REVIEW FEE APPLICATIONS ON BEHALF OF INDEPENDENT DIRECTORS.	2.60	1,781.00
03/14/13	MW	O/C WITH NS RE: STATUS OF 2ND INTERIM FEE APP.	0.10	21.50
03/14/13	NS	CONFERENCE WITH M. WIATRAK RE: CONFIRMING DEBTOR'S READINESS TO FILE AND SERVE MOCO'S SECOND INTERIM FEE APPLICATION.	0.10	47.50
TOTAL TASK CODE	B160	Fee/Employment Applications	25.40	11722.00
TASK CODE	B260	Board of Directors Matters		
03/01/13	DAP	CONFERENCE JTM REGARDING COURT HEARING REGARDING RMBS 9019 MOTION (.3); TELEPHONE CALL WITH DARRYL RAINS REGARDING PAMELA WEST DISCOVERY ISSUES (.3); SEVERAL TELEPHONE CALLS AND EMAIL CORRESPONDENCE WITH PAMELA WEST CONCERNING RMBS DISCOVERY AND DEPOSITION (1.1); NUMEROUS CONFERENCES R. DAKIS REGARDING PRODUCTION OF PAM WEST DOCUMENTS, PAPER & ELECTRONIC (.6); EMAIL CORRESPONDENCE RE: MEET & CONFER WITH COUNSEL FOR UNSECURED CREDITOR'S COMMITTEE (.3); EMAIL CORRESPONDENCE WITH FTI RE: COLLECTION OF PAMELA WEST ELECTRONIC DOCUMENTS (.4); TELEPHONE CALL WITH JAMIE LEVITT RE: PAM WEST (.2); REVIEW RMBS MOTION MATERIALS (.4); REVIEW EMAIL RE: REVISED RMBS SCHEDULING ORDER (.2).	3.80	2,185.00
03/01/13	IG	FOLLOW-UP M. MANUELIAN.	0.30	208.50
03/01/13	JPR	COORDINATE SCANNING 3 BOXES OF HARD COPY EXHIBITS WITH VENDOR.	1.80	666.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
03/01/13	JTM	BOARD CALL RE CRO, UCC, LATEST COURT HEARINGS, PROCESS FORWARD (1.2); TELEPHONIC APPEARANCE AT COURT CONFERENCE RE RMBS (1); MEETING OF I DIRECTORS RE BOARD ISSUES (.5); OC RKD AND DAP RE DISCOVERY (.6); CALL WITH LEVITT RE SAME (.3); REVIEW DEBTORS RESPONSES TO CRO AND EXCLUSIVITY OBJECTIONS (.8); REVIEW OF MATERIALS CONCERNING 2009 TAX ALLOCATION AGREEMENT (1.7).	6.10	4,178.50
03/01/13	MC	PREPARATION AND PARTICIPATION IN BOARD CALL (1.8); CONFERENCE CALL WITH INDEPENDENT DIRECTORS AND FOLLOW UP (1.2); REVIEW INCLUDING UPDATE AND RELATED DOCUMENTS (1.4).	4.40	2,508.00
03/01/13	NS	CONTINUED RESEARCH ON SUBORDINATION ISSUES.	0.40	190.00
03/01/13	RS	OFFICE CONF. W/ R. DAKIS RE: DOCUMENT REVIEW PROJECT.	0.40	152.00
03/01/13	RKD	PARTICIPATE IN HEARING REGARDING SCHEDULING ORDER FOR RMBS LITIGATION AND PRODUCTION OF ADDITIONAL DOCUMENTS (1.0); REVIEW AND SORT THREE SHIPPING BOXES OF DOCUMENTS FROM P. WEST (3.3); O/C WITH JTM AND DAP RE DISCOVERY (.6); OFFICE CONFERENCE WITH J. REID REGARDING DOCUMENT PRODUCTION ISSUES (.2); OFFICE CONFERENCE WITH R. SAENGER REGARDING DOCUMENT REVIEW PROJECT (.4); REVIEW 63 DOCUMENTS IN CONNECTION WITH SAME (2.0).	7.50	3,937.50
03/02/13	RS	REVIEW BOARD PRESENTATIONS FOR PRODUCTION - APPROXIMATELY 200 PAGES.	1.90	722.00
03/03/13	JTM	CALLS WITH WEST RE TESTIMONY RE CRO MOTION.	0.60	411.00
03/03/13	NS	CONTINUED RESEARCH ON A SUBORDINATION ISSUE.	1.70	807.50
03/03/13	RS	REVIEW BOARD PRESENTATIONS FOR PRODUCTION - APPROXIMATELY 200 PAGES.	2.20	836.00
03/04/13	AK	MEET WITH R. SAENGER AND R. DAKIS RE DOCUMENT REQUESTS IN PREPARATION TO REVIEW DOCUMENTS FOR PRODUCTION (.4); REVIEW APPROXIMATELY 50 DOCUMENTS (1.0).	1.40	539.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
03/04/13	DAP	COORDINATE PAMELA WEST ELECTRONIC DOCUMENT COLLECTION WITH FTI (1.2); BEGIN REVIEW OF PAMELA WEST PAPER DOCUMENTS SCANNED INTO THE SYSTEM TO REVIEW FOR MARGINAL NOTATIONS AND OTHER RESPONSIVE MATERIAL (4.1); TELEPHONE CALL WITH DARRYL RAINS AND ALEX LAWRENCE (.8); PREP FOR AND PARTICIPATE IN MEET AND CONFER CONFERENCE CALL WITH P. KAUFMAN, COUNSEL FOR UCC REGARDING PAMELA WEST DISCOVERY (.6); TELEPHONE CALL WITH DARRYL RAINS RE: RMBS DEPO AND DISCOVERY (.3); CONFERENCE WITH J. MOLDOVAN AND DAKIS RE: SAME (.7).	7.70	4,427.50
03/04/13	JPR	COORDINATE DOCUMENT REVIEW AND PRODUCTION LOGISTICS FOR PAM WEST HARD COPY DOCUMENTS.	1.00	370.00
03/04/13	JTM	RESCAP MEETING WITH DAP, RKD ET. AL RE OPEN MATTERS (.7); REVIEW STATEMENTS OF ALLY AND JSBS RE EXCLUSIVITY AND RETENTION OF CRO (1.0).	1.70	1,164.50
03/04/13	MC	O/C'S RE: STATUS AND DEVELOPMENTS.	0.70	399.00
03/04/13	NS	LEGAL RESEARCH ON RESEARCH ON SUBORDINATION ISSUE, REVIEWING 340 CASES.	7.40	3,515.00
03/04/13	RS	OFFICE CONF. W/ A. KAHN AND R. DAKIS RE: DOCUMENT REVIEW (.3); REVIEW DOCUMENTS - APPROXIMATELY 450 PAGES (5.3).	5.60	2,128.00
03/04/13	RKD	REVIEW 510 DOCUMENTS IN RESPONSE TO ADDITIONAL REQUESTS FROM COMMITTEE RELATING TO RMBS TRIAL (10.7); O/C W/ JTM AND DAP RE DISCOVERY AND OPEN ITEMS (.7); OFFICE CONFERENCES WITH R. SAENGER AND A. KAHN REGARDING DOCUMENT REVIEW PROJECT (.3); OFFICE CONFERENCES WITH J. REID REGARDING SAME (.2).	11.90	6,247.50
03/05/13	AK	O/C WITH RKD AND RS RE: DOCUMENT REVIEW (.3); REVIEW APPROXIMATELY 200 DOCUMENTS FOR RELEVANCE IN PREPARATION FOR PRODUCTION (4.3).	4.60	1,771.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
03/05/13	DAP	SEVERAL TELEPHONE CALLS WITH PAMELA WEST CONCERNING DOCUMENT PRODUCTION ISSUES (1.2); O/C WITH RKD RE DOCUMENT PRODUCTION (.2); REVIEW APPROXIMATELY 800 PAGES FOR POTENTIALLY-RESPONSIVE HANDWRITTEN COMMENTS (6.1); TELEPHONE CALL WITH DARRYL RAINS (.2); CONFERENCE WITH JOE MOLDOVAN CONCERNING CRO MOTION (.8); DRAFT EMAIL TO COUNSEL TO COMMITTEE CONCERNING PARAMETERS FOR SEARCH AND REVIEW OF DOCUMENTS (.4).	8.90	5,117.50
03/05/13	JTM	COURT HEARING RE CRO RETENTION AND EXCLUSIVITY (1.40); REVIEW MOTIONS RE MODIFICATION OF PROTECTIVE ORDERS, PRECLUSION MOTION (.7); O/C WITH DAP RE CRO AND RELATED MATTERS (.8).	2.90	1,986.50
03/05/13	MC	REVIEW VARIOUS DOCUMENTS INCLUDING CONSENTS AND COURT FILINGS.	1.40	798.00
03/05/13	NS	ONLINE LEGAL RESEARCH RE: SUBORDINATION ISSUE (5.5); BEGIN DRAFTING REPORT RE: SAME (3.7).	9.20	4,370.00
03/05/13	RKD	PARTICIPATE IN HEARING REGARDING CRO APPOINTMENT AND EXTENSION OF EXCLUSIVITY (INDEPENDENT DIRECTOR WAS SCHEDULED TO TESTIFY) (1.4); OFFICE CONFERENCE WITH D. PIEDRA REGARDING DOCUMENT PRODUCTION (.2); REVIEW 419 DOCUMENTS IN RESPONSE TO ADDITIONAL REQUESTS FROM COMMITTEE (7.2); REVISE PRIVILEGE LOG TO INCORPORATE ADDITIONAL DOCUMENTS (4.2).	13.00	6,825.00
03/06/13	DAP	CORRESPONDENCE WITH COUNSEL FOR THE COMMITTEE CONCERNING DOCUMENT SEARCH, REVIEW AND PRODUCTION ISSUES (.8); TELEPHONE CALLS WITH PAMELA WEST RE: DOCUMENT ISSUES AND REVIEW OF CERTAIN NOTATIONS (.8); EMAIL CORRESPONDENCE WITH COUNSEL FOR THE DEBTORS CONCERNING DOCUMENT REVIEW (.6); REVIEW OF DOCUMENTS FOR RESPONSIVENESS AND PRIVILEGE (2.8); O/C WITH RKD RE: DOCUMENT PRODUCTION (.2).	5.20	2,990.00
03/06/13	JPR	COORDINATE PROCESSING AND FILTERING OF ADDITIONAL MACK, WEST AND SMITH DATA (.8); COORDINATE DOCUMENT PRODUCTION ISSUES. EXECUTE RELATIVITY DATABASE QUERIES FOR MORRISON FOERSTER REVIEW (3.2).	4.00	1,480.00
03/06/13	JTM	REVIEW CONSENT ORDER PROG REPORT AND CALL WITH TED SMITH RE SAME.	0.70	479.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
03/06/13	NS	CONTINUED REVIEW OF RESEARCH FOR SUBORDINATION ISSUE.	6.10	2,897.50
03/06/13	RKD	REVIEW 218 DOCUMENTS FROM P. WEST (7.4); OFFICE CONFERENCE WITH D. PIEDRA REGARDING DOCUMENT REVIEW (.2); OFFICE CONFERENCES WITH J. REID REGARDING DOCUMENT REVIEW AND PRODUCTION (.2); OFFICE CONFERENCE WITH JTM REGARDING DOCUMENT REVIEW AND PRODUCTION (.1); OFFICE CONFERENCE WITH DAP REGARDING SEARCH TERMS (.1); OFFICE CONFERENCE WITH J. REID REGARDING SAME (.1); ADDITIONAL REVISIONS TO PRIVILEGE LOG INCORPORATING SAME (4.1).	10.20	5,355.00
03/07/13	DAP	RESEARCH RE DISCOVERY DISPUTE WITH COUNSEL FOR COMMITTEE CONCERNING PAM WEST DOCUMENTS (2.6); EMAIL WITH R. DAKIS RE: SAME (.3); DRAFT PROPOSED LETTER (.4); EMAIL CORRESPONDENCE MOFO RE: SAME (.4).	3.70	2,127.50
03/07/13	JPR	COORDINATE DOCUMENT PRODUCTION.	2.00	740.00
03/07/13	JTM	REVIEW AGENDA AND RELATED MATERIALS FOR BOARD CALL (2.2); DISCUSSIONS CONCERNING NEW BOARD MEMBER SELECTION ANALYSIS OF APPOINTMENT PROCESS (1.6).	3.80	2,603.00
03/07/13	NS	FULL REVIEW AND DRAFT NOTES AS NEEDED CONCERNING 7 SELECTED CASES SAVED IN ONLINE RESEARCH FOLDER &/OR SHEPARDS RESULTS AND RELATED DECISIONS RE: SUBORDINATION ISSUE.	8.60	4,085.00
03/07/13	RKD	OFFICE CONFERENCE WITH JTM, ET AL., REGARDING CASE STATUS AND RMBS LITIGATION (.6); FURTHER REVISIONS TO UPDATED PRIVILEGE LOG WITH P. WEST DOCUMENTS (1.1); EMAILS WITH D. PIEDRA REGARDING DOCUMENT PRODUCTION (.3); EMAILS WITH A. LAWRENCE AND D. RAINS REGARDING SAME (.3); REVIEW 110 DOCUMENTS ARISING FROM NEW SEARCH TERMS FROM COMMITTEE (1.9).	4.20	2,205.00
03/08/13	DAP	TELEPHONE CALL WITH TED SMITH IN PREPARATION FOR BOARD CALL (1.0); REVIEW MATERIALS IN PREPARATION FOR BOARD CALL (.7); PARTICIPATE IN BOARD MEETING CONFERENCE CALL (2.0); PREPARE LETTER CONCERNING PRODUCTION OF PAMELA WEST DOCUMENTS PURSUANT TO COURT ORDER (.7); EMAILS WITH R. DAKIS REGARDING SAME (.3); REVIEW PRIVILEGE LOG AND REVISE SAME (1.4); EMAIL CORRESPONDENCE WITH DEBTORS' COUNSEL (.8).	6.90	3,967.50

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03/08/13	JPR	COORDINATE RESCAP DOCUMENT PRODUCTION (1.7); FOLLOW-UP EMAILS WITH RKD RE: SAME (.4).	2.10	777.00
03/08/13	JTM	REVIEW MATERIAL FOR BOARD CALL (1.7); BOARD CALL RE LATEST DEVELOPMENTS, STRATEGY, AND ANALYSIS (2).	3.70	2,534.50
03/08/13	MC	PREPARATION FOR (1.2) AND PARTICIPATION IN BOARD MEETING (2.0); CONFERENCE CALL W/ GENERAL COUNSEL RE: BOARD SERVICE ISSUES (.6).	3.80	2,166.00
03/08/13	NS	REVIEW ONLINE RESEARCH RE: SUBORDINATION ISSUE (2.6); CONTINUE DRAFTING MEMO CONCERNING SAME (2.0).	4.60	2,185.00
03/08/13	RKD	FINALIZE PRODUCTION OF APPROXIMATELY 700 PAGES OF DOCUMENTS IN RESPONSE TO COMMITTEE SUBPOENA (5.8); EMAILS WITH D. PIEDRA REGARDING SAME (.3); EMAILS WITH A. LAWRENCE REGARDING SAME (.2); EMAILS WITH J. REID REGARDING SAME (.4); EMAIL TO P. KAUFMAN ET AL. PRODUCING DOCUMENTS (.7).	7.40	3,885.00
03/10/13	NS	CONTINUE DRAFTING MEMO RE: SUBORDINATION ISSUE.	0.20	95.00
03/11/13	DAP	EMAIL PAM WEST RE: RMBS (.2); REVIEW DOCUMENTS REGARDING SAME (.4); RECEIVE/REVIEW LETTER FROM PHILIP KAUFMAN RE: DISCOVERY ISSUES (.3); OUTLINE RESPONSE TO KAUFMAN LETTER (.3); CONF DAKIS RE: SAME (.2).	1.40	805.00
03/11/13	JTM	REVIEW MATERIALS FILED IN CONNECTION WITH RESCAP MOTION RE FORECLOSURE REVIEW AND STATUS AS UNSECURED CLAIM.	2.30	1,575.50
03/11/13	NS	REVIEW TWO ONLINE RESEARCH UPDATE CASES REGARDING SUBORDINATION ISSUE (1.3); FURTHER REVIEW PREVIOUS RETRIEVED CASES (4.0).	5.30	2,517.50
03/11/13	RKD	REVIEW 97 DOCUMENTS FOR RESPONSIVENESS TO EXAMINER SUBPOENAS (3.1); CONF. W/ DAP RE KAUFMAN RESPONSE (.2).	3.30	1,732.50
03/12/13	DAP	REVIEW WILMINGTON TRUST REPLY SUBMISSION TO EXAMINER (1.0); EMAIL CORRESPONDENCE WITH JAMIE LEVITT REGARDING BREACH OF FIDUCIARY DUTY POINT (.4); RESEARCH RE: BREACH OF DUTY POINT FOR RESPONSE TO EXAMINER (1.6); REVIEW LETTER FROM THE COMMITTEE COUNSEL RE: DISCOVERY (.3); DRAFT RESPONSE TO COMMITTEE COUNSEL (1.0); EMAIL CORRESPONDENCE WITH DEBTORS' COUNSEL RE: SAME (.2).	4.50	2,587.50

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03/12/13	JTM	CALLS WITH INDIES RE INTERVIEW OF ADDITIONAL BOARD MEMBER (.4); ANALYSIS OF WILMINGTON SUBMISSION TO EXAMINER RE FIDUCIARY DUTY CLAIMS AND REVIEW OF RELEVANT CASE LAW AND MATERIAL RE FORMULATION OF RESPONSE (8.7).	9.10	6,233.50
03/12/13	MC	CALLS AND CORRESPONDENCE W/ INDEPENDENT DIRECTORS (1.4); REVIEW COURT DOCUMENTS (2.3).	3.70	2,109.00
03/12/13	NS	CONTINUE DRAFTING MEMO REGARDING SUBORDINATION ISSUE.	5.50	2,612.50
03/13/13	DAP	REVIEW COMMITTEE SUBMISSIONS TO EXAMINER AND WILMINGTON TRUST SUBMISSION TO EXAMINER AND OUTLINE RESPONSE TO FIDUCIARY DUTY POINTS RELATING TO INDEPENDENT DIRECTORS TO PREPARE FOR RESPONSE SUBMISSION (1.2); RESEARCH RE: FIDUCIARY DUTY ISSUES (2.0); EMAIL CORRESP MOFO REGARDING RESPONSE TO COMMITTEE LETTER (.2).	3.40	1,955.00
03/13/13	JTM	COORDINATION OF BRENNER INTERVIEW AND DISCUSSION OF SAME WITH INDIES (.6); REVIEW GOLDIN OBJECTION TO EXAMINER PROTECTIVE ORDER MODIFICATION, FEDERAL RESERVE OBJECTION TO MOTION TO DETERMINE THE FRB REVIEW IS UNSECURED AND RELATED FILINGS (3.6); REVIEW UCC SUBMISSIONS TO EXAMINER RE ALLY RELEASES AND ESTATE CLAIMS V AFI, ANALYZE SAME WITH RESPECT TO DIRECTORS (7.7).	12.10	8,288.50
03/13/13	MC	REVIEW SUBMISSIONS TO EXAMINER (3.1); OFFICE CONFERENCES (.9).	4.00	2,280.00
03/13/13	NS	DRAFT TRANSMITTAL E-MAIL RE: RMBS DATABASE ACCESS.	0.40	190.00
03/13/13	NS	CONTINUE DRAFTING MEMO RE SUBORDINATION (5.6).	5.60	2,660.00
03/14/13	DAP	TELEPHONE CALL JONATHAN ILANY RE: DISCOVERY (.3); EMAIL CORRESPONDENCE FTI REGARDING DATA COLLECTION (.3); TELEPHONE CALL JOEL HAIMS RE: D&O INSURANCE ISSUES AND POTENTIAL SETTLEMENT (.4); REVIEW D&O INSURANCE RELATED DOCUMENTATION (.9).	1.90	1,092.50
03/14/13	JL	MEET WITH INDEPENDENT DIRECTOR CANDIDATE AND TED SMITH FOLLOW UP WITH CONNOLLY.	1.30	786.50
03/14/13	JTM	REVIEW FED, ALL, AND WILMINGTON OBJECTIONS TO FRB FORECLOSURE MOTION (2.1); CONTINUED ANALYSIS OF FIDUCIARY DUTY ISSUES AND RESPONSE TO WILMINGTON (6.6).	8.70	5,959.50

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03/14/13	MC	MEETINGS WITH INDEPENDENT DIRECTORS (2.4); VARIOUS COMMUNICATIONS W/ INDEPENDENT DIRECTORS RE GOVERNANCE (.8).	3.10	1,767.00
03/14/13	NS	REVIEW CONTENTS OF RMBS DISCOVERY DATABASE (0.8); CONFERENCE WITH M. WIATRAK RE: RMBS DATABASE REGISTRATION PROCESS (0.1); TELEPHONE CALL TO ELIZABETH MILLER RE: GAINING ACCESS TO EXAMINER'S DOCUMENT DATABASE (VOICEMAIL) (0.1).	1.00	475.00
03/14/13	NS	REVIEW NEW ONLINE RESEARCH UPDATE REGARDING SUBORDINATION ISSUE (3.0); DRAFT NOTES CONCERNING SAME (1.3).	4.30	2,042.50
03/15/13	DAP	ATTEND BOARD MEETING RE: MEETING WITH MANAGEMENT TEAM, ELECTION OF NEW DIRECTOR (4.0); CONFERENCES WITH INDEPENDENT BOARD MEMBERS RE: SAME (.5); CONFERENCE WITH T. HAMZEHPOUR AND J. SHANK RE: DIRECTOR COMPENSATION DOCUMENTATION (.5); EMAIL CORRESPONDENCE WITH COUNSEL FOR THE EXAMINER CONCERNING DIRECTOR COMPENSATION (.5); TELEPHONE CALL WITH COUNSEL FOR THE EXAMINER (.5).	6.00	3,450.00
03/15/13	JTM	BOARD MEETING, ALL HANDS, OPS REPORT, AND STATUS OF ALL MATTERS. STRATEGY GOING FORWARD (4.0); REVIEW BOND INDENTURES AND OC ET RE BOND ISSUES VIS JSBS (.8); OCS WITH MOFO RE DIRECTOR COMPENSATION ISSUES INCLUDING REVIEW OF COMP PLAN (.7).	5.70	3,904.50
03/15/13	MW	REVIEW ADDITIONAL DOCUMENTS AND UPDATE BINDER WITH PLEADINGS SUBMITTED IN RESPONSE TO EXAMINER'S REQUEST.	1.30	279.50
03/15/13	MW	ORGANIZE DOCUMENTS RELATED TO INTERVIEWS WITH INDEPENDENT DIRECTORS.	1.30	279.50
03/15/13	MC	MEETINGS WITH INDEPENDENT DIRECTORS AND COUNSEL (1.6); PREPARATION FOR (.5) AND PARTICIPATION IN BOARD MEETINGS (4.0).	6.10	3,477.00
03/15/13	NS	ADDITIONAL RESEARCH RE: SUBORDINATION ISSUE (4.8); CONTINUE DRAFTING MEMO ON SAME (2.0).	6.80	3,230.00

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03/15/13	NS	TELEPHONE CALL TO ELIZABETH MILLER (CHADBOURNE) RE: ACCESS TO EXAMINER'S DATABASE (V-MAIL) AND TELEPHONE CALL FROM A SEPARATE CHADBOURNE ATTY. RE: SAME (0.1); REVIEW E-MAIL WITH ATTACHMENTS FROM CHADBOURNE ATTY RE: STEPS NEEDED TO GAIN ACCESS TO EXAMINER'S DATABASE, DRAFT E-MAIL TO MOCO TEAM RE: SAME (0.2).	0.30	142.50
03/18/13	DAP	TELEPHONE CALL WITH INDEPENDENT DIRECTORS CONCERNING SELECTION OF NEW INDEPENDENT DIRECTOR (.7); REVIEW EMAIL CORRESPONDENCE RE: SAME (.3); CONF JTM RE: SAME (.3).	1.30	747.50
03/18/13	JTM	NUMEROUS CALLS AND EMAILS WITH INDIES MACK, WEST, CONNOLLY, SMITH THROUGHOUT DAY RE COMMITTEE ISSUES WITH SELECTION OF BRENNER TO FILL ABREAU SPOT (3.4); CALL WITH ECKSTEIN RE SAME (.5); O/C WITH DAP RE: SAME (.3).	4.20	2,877.00
03/18/13	MC	REVIEW BOARD APPOINTMENT AND TRUSTEE ISSUES.	1.30	741.00
03/18/13	NS	REVIEW ADDITIONAL ONLINE RESEARCH UPDATE REGARDING SUBORDINATION ISSUE (2.8); DRAFT MEMO RE: SAME (5.0).	7.80	3,705.00
03/19/13	DAP	MEETING WITH JTM, MC AND RKD REGARDING ELECTION OF T. BRENNER (.4); TELEPHONE CALL WITH MOFO RE: SAME (.4); PREPARE FOR CALL WITH CREDITOR'S COMMITTEE COUNSEL AND MEMBERS RE: BOARD ISSUE (1.0); TELEPHONE CALL WITH INDEPENDENT MEMBERS AND MOFO RE: SAME (POST-CALL) (.9); EMAIL CORRESP. WITH EXAMINER COUNSEL (.2); REVIEW BRIEF TO DRAFT REPLY FOR ALEX BARRAGE (.4).	3.60	2,070.00
03/19/13	JTM	CALL WITH KEN ECKSTEIN RE BOARD ISSUE (.2); CALL WITH LEW KRUGER RE SAME (.1); CALL WITH JIM T RE SAME (.2); CALLS WITH THERESA BRENNER RE SAME (.5); MEETINGS WITH MC AND DAP RE SAME (.4); COMPENSATION COMMITTEE CALL (.9) AND REVIEW OF MATERIALS IN CONNECTION WITH SAME (.8); CALL WITH UCC RE BOARD ISSUE (1.0); POST CALL WITH DIRECTORS (.8); CALL WITH JIM T AND LEW K RE SAME (.6); COURT CONFERENCE RE CLASSIFICATION OF RMBS CLAIMS AND DISCOVERY ISSUES (.5); REVIEW SUBMISSIONS IN CONNECTION WITH FRB FORECLOSURE REVIEW (1.6); REVIEW OF KEIP, KERP AND COMP SUBMISSIONS (3.1).	9.70	6,644.50

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03/19/13	MC	PREPARATION FOR AND PARTICIPATION IN COMPENSATION COMMITTEE MEETING (1.2); CONFERENCE CALL WITH CREDITORS COMMITTEE (1.0); CONFERENCE CALL WITH INDEPENDENT DIRECTORS (.9); O/C'S (.8) REVIEW ORGANIZATION DOCUMENTS (1.7).	5.60	3,192.00
03/19/13	NS	REVIEW NEW ONLINE RESEARCH UPDATE REGARDING SUBORDINATION ISSUE (3.4); READ TWENTY NEW CASES IN SHEPARD'S UPDATE RESULTS (2.8); DRAFT NOTES CONCERNING SAME (2.4).	8.60	4,085.00
03/19/13	RKD	OFFICE CONFERENCE WITH JTM AND M. CONNOLLY REGARDING BOARD OF DIRECTORS COMPENSATION AND SELECTION OF NEW BOARD MEMBERS (.4); TELEPHONE CONFERENCE WITH JTM, M. CONNOLLY, J. DUBELL, KRAMER LEVIN, J. MACK, J. ILANY REGARDING SELECTION OF NEW BOARD MEMBER (1.0); FOLLOW UP CONFERENCE WITH J. MACK AND J. ILANY REGARDING SAME (.3); REVIEW OPERATING AGREEMENT AND CERTIFICATE OF INCORPORATION TO ANSWER BOARD QUESTIONS (.8); REVIEW DOCUMENTS REGARDING BOARD COMPENSATION (1.3).	4.10	2,152.50
03/20/13	DAP	PREP FOR AND MEET WITH MOFO, PERKINS COIE REGARDING POTENTIAL INSURANCE CLAIMS SETTLEMENT (2.5); REVIEW MATERIALS FROM INSURANCE MEETING (.7); MEETING WITH JOE MOLDOVAN AND GARY LEE REGARDING ALLY POSITION CONCERNING INDEMNIFICATION (.5); TELEPHONE CONFERENCE CALL REGARDING DIRECTOR COMPENSATION (.5); CONFERENCE CALL WITH CHRISTINE KOLLENBERG REGARDING INDEPENDENT DIRECTOR COMPENSATION (.4); EMAIL RE: SAME (.2); EMAILS WITH COUNSEL FOR EXAMINER REGARDING DOCUMENT PRODUCTION (.3); REC/REV DRAFT SUBMISSION TO EXAMINER FROM MOFO AND REVIEW SAME (.5).	5.60	3,220.00
03/20/13	JTM	ANALYSIS OF DIRECTOR GOVERNANCE ISSUES AND ALLEGATIONS WITH RESPECT THERETO IN CONNECTION REVIEW MINUTES AND OTHER MATERIALS (6.4); REVIEW ADDITIONAL EXAMINER SUBMISSIONS RELATING TO GOVERNANCE AND BOARD ACTIONS BY NBIA, AIG, UCC (3.5); MEETING WITH DAP AND G. LEE RE: ALLY POSITION CONCERNING INDEMNIFICATION (.5); O/C WITH RKD, JL, DL AND MC RE INDEMNIFICATION ISSUE (1.2).	11.10	7,603.50
03/20/13	MC	REVIEW COMPENSATION ISSUES (.6); O/C WITH JTM, DL, JL AND RKD RE INDEMNIFICATION ISSUE (1.2).	1.80	1,026.00

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03/20/13	NS	REVIEW NEW ONLINE RESEARCH UPDATE REGARDING SUBORDINATION ISSUE (2.8); READ FOURTEEN NEW CASES AND REVIEW SHEPARD'S RESULTS (2.0); DRAFT NOTES CONCERNING SAME (2.0).	6.80	3,230.00
03/20/13	RKD	REVIEW DOCUMENTS RELATING TO RMBS LITIGATION IN PREPARATION FOR TRIAL ON SAME (4.9); OFFICE CONFERENCE WITH JTM, J LEVY, D. LERNER, AND M. CONNOLLY REGARDING INDEMNIFICATION ISSUES (1.2).	6.10	3,202.50
03/21/13	DL	CONF. JTM, JLEVY, RKD RE: INSURANCE ISSUES AND DIRECTOR COMPENSATION.	0.80	468.00
03/21/13	DAP	REVIEW INSURANCE MATERIALS PROVIDED BY ALLY CONCERNING CLAIMS AND POTENTIAL SETTLEMENT (3.5); DRAFT INSERT FOR BRIEF CONCERNING POTENTIAL FIDUCIARY DUTY CLAIMS BY THE COMMITTEE AGAINST DIRECTORS (4.2); EMAIL CORRESPONDENCE ALEX BARRAGE RE: SAME (.5).	8.20	4,715.00
03/21/13	JL	REVIEW DOCUMENTS RE: INSURANCE SETTLEMENT AND DIRECTOR COMPENSATION (3.4); INTERNAL CONFERENCES WITH JTM, MC, RKD RE SAME (1.0).	1.30	786.50
03/21/13	JTM	APPEARANCE AT OMNIBUS HEARING ON MATTERS INCLUDING DEBTORS' MOTION PURSUANT TO BANKRUPTCY RULE 3013 AND BANKRUPTCY CODE SECTION 362(A) FOR A DETERMINATION THAT (I) GMAC MORTGAGE'S FRB FORECLOSURE REVIEW OBLIGATION IS A GENERAL UNSECURED CLAIM AND (II) THE AUTOMATIC STAY PREVENTS ENFORCEMENT OF THE FRB FORECLOSURE REVIEW OBLIGATION (2.2); CONTINUED ANALYSIS OF RECENT EXAMINER SUBMISSION VIS ALLEGATIONS RE BOARD AND REVIEW OF ALL CITED MATERIAL (5.6); INITIAL ANALYSIS OF INSURANCE AND INDEMNIFICATION ISSUES VIS AFI (2.6); O/C WITH JL, MC, DL AND RKD RE: INSURANCE SETTLEMENT AND DIRECTOR COMPENSATION (1.0).	11.40	7,809.00
03/21/13	MC	REVIEW COMPENSATION ISSUES (1.1); REVIEW INDEPENDENT DIRECTOR ISSUES, INCLUDING O/C'S AND T/C'S (1.8); O/C JTM, RKD, JL AND DL RE: SAME (1.0).	3.90	2,223.00
03/21/13	NS	REVIEW NEW ONLINE RESEARCH UPDATE WITH NEW CASES RE: SUBORDINATION ISSUE (3.7); READ TWENTY TWO NEW CASES AND REVIEW SHEPARD'S UPDATE RESULTS (1.0); DRAFT NOTES CONCERNING SAME (2.0).	6.70	3,182.50

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03/21/13	RKD	OFFICE CONFERENCE WITH JTM REGARDING INDEMNIFICATION ISSUES (.2); LEGAL RESEARCH REGARDING INDEMNIFICATION AND CONTRIBUTION ISSUES IN BANKRUPTCY (3.4); O/C WITH JTM, JL ET. AL. RE: SAME (1.0).	5.10	2,677.50
03/22/13	DL	CONF. JTM, JL, MC, RKD RE: INSURANCE ISSUES.	0.50	292.50
03/22/13	DAP	EMAIL JENNIFER SHANK AND ATTEND BOARD MEETING CONFERENCE CALL (1.5); DRAFT INSERT FOR MOFO BRIEF TO EXAMINER REGARDING FIDUCIARY DUTY ISSUES (1.5); EMAIL CORRESPONDENCE CONCERNING ALLY INDEMNIFICATION OBLIGATIONS OF INDEPENDENT DIRECTORS (.8); REVIEW ALLY CHARTER (.6); REVIEW OPERATING AGREEMENT AND LLC AGREEMENT OF RESCAP RE: INDEMNIFICATION (.8); REVIEW INSURANCE CORRESPONDENCE (.4); EMAIL CORRESPONDENCE JAMIE LEVITT RE: BRIEF (.2); TELEPHONE CALL ALEX BARRAGE (.2).	6.00	3,450.00
03/22/13	JL	CONFERENCE WITH MOLDOVAN RE INSURANCE AND OTHER CASE ISSUES (.5); REVIEW CHARTER, ETC., INTERNAL CONFERENCES RE COVERAGE ISSUES (1.5); REVIEW INSURANCE RELATED MATERIAL (2.5).	4.50	2,722.50
03/22/13	JPR	EXPORT FILESITE DOCUMENTS FOR R. DAKIS.	2.00	740.00
03/22/13	JTM	BOARD CALL (1); PREP OF MATERIAL IN RESPONSE TO PARTIES'S EXAMINER SUBMISSIONS, ANALYSIS OF RELEVANT DELAWARE CASE LAW AND OTHER AUTHORITY, INCLUDING REVIEW OF TRANSACTIONAL MATERIAL, FAIRNESS OPINIONS (7.5); BEGIN ANALYSIS OF INSURANCE MATERIAL IN CONNECTION WITH AFI CONTEMPLATED SETTLEMENT WITH INSURERS AND ISSUES RAISED BY UCC (2.7); O/C WITH JL, DL AND RKD RE: INSURANCE DOCUMENT (.5); O/C W/RKD RE SAME (.2).	11.90	8,151.50
03/22/13	MC	PARTICIPATION IN BOARD MEETING (1.0); REVIEW COMPENSATION ISSUES (.8); INDEMNIFICATION ISSUES (.7); O/C WITH JTM, JL, DL AND RKD RE INSURANCE ISSUES (.5).	3.10	1,767.00
03/22/13	NS	ADDITIONAL RESEARCH REGARDING SUBORDINATION ISSUE (4.9); REVISE MEMO RE INCORPORATING SAME (3.0).	7.90	3,752.50

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03/22/13	RKD	OFFICE CONFERENCE WITH J. LEVY AND D. LERNER, J. MOLDOVAN REGARDING INSURANCE DOCUMENTS (.5); REVIEW 15 INSURANCE DOCUMENTS (2.7); OFFICE CONFERENCE WITH JTM REGARDING INSURANCE INFORMATION (.2).	3.70	1,942.50
03/24/13	JTM	CONTINUED ANALYSIS OF INSURANCE POLICIES - E&O AND D&O IN CONNECTION WITH POTENTIAL SETTLEMENT WITH AFI AND INSURERS (6.1); CONTIUNED ANALYSIS OF INDEMNIFICATION ISSUES IN CONNECTION WITH DIRECTORS (1.1).	7.20	4,932.00
03/25/13	DAP	EMAILS CONCERNING INDEPENDENT DIRECTOR COMP (.3); EMAIL CORRESPONDENCE WITH MOFO RE: EXAMINER SUBMISSION (.3); REVIEW DRAFT SUBMISSION RELATING TO INDEPENDENT DIRECTOR ISSUE (.2).	0.80	460.00
03/25/13	JTM	PREP MATERIALS FOR SUBMISSION TO EXAMINER RE INDEPENDENT DIRECTORS DUTIES AND ACTIONS (4.8); CONTINUED ANALYSIS OF AFI AND RESCAP INSURANCE POLICIES AND RELATED ISSUES (3.2); O/C WITH RKD RE: SAME (.3).	8.30	5,685.50
03/25/13	MC	T/C'S, O/C'S; REVIEW DOCUMENTS.	1.50	855.00
03/25/13	NS	CONTINUE DRAFTING SUBORDINATION MEMO (3.8); CONTINUED RESEARCH RE: SAME (.6).	4.40	2,090.00
03/25/13	RKD	REVIEW 110 DOCUMENTS RELATED TO RESCAP INSURANCE POLICIES AND INDEMNIFICATION ISSUES (6.6); TELEPHONE CONFERENCE WITH J MOLDOVAN REGARDING SAME (.3); TELEPHONE CONFERENCE WITH J. MOLDOVAN AND M. CONNOLLY REGARDING SAME (.4).	7.30	3,832.50
03/26/13	MC	CORRESPONDENCE RE: INDEPENDENT DIRECTOR ISSUES.	0.80	456.00
03/26/13	NS	CONTINUE DRAFTING MEMO ON SUBORDINATION ISSUES.	3.30	1,567.50
03/26/13	RKD	REVIEW 115 DOCUMENTS RELATED TO RESCAP INSURANCE POLICIES AND INDEMNIFICATION ISSUES.	6.30	3,307.50
03/27/13	JTM	REVIEW OF DRAFT MATERIAL IN CONNECTION WITH FINAL EXAMINER SUBMISSION (2.1); REVIEW DRAFT COMPLAINT RE MONOLINES (1.3).	3.40	2,329.00
03/27/13	MW	PREPARE INDEX OF ADDITIONAL INSURANCE DOCUMENTS.	1.40	301.00
03/27/13	NS	REVISE MEMO ON SUBORDINATION (3.0); FOLLOW UP RESEARCH RE: SAME (.8).	3.80	1,805.00

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03/27/13	RKD	REVIEW 15 DOCUMENTS RELATED TO RESCAP INSURANCE POLICIES (4.1).	4.10	2,152.50
03/28/13	DAP	REVIEW DRAFT SUBMISSION TO EXAMINER (1.2); DRAFT AND REVISE SUBMISSION TO EXAMINER REGARDING ALLEGED BOARD OF DIRECTORS FIDUCIARY DUTY ISSUES (2.2); EMAIL WITH ALEX BARRAGE REGARDING SAME (.2).	2.60	1,495.00
03/28/13	JTM	ANALYSIS OF INSURANCE MATERIAL AND CONTINUED POLICY REVIEW IN PREP FOR MEETING WITH UCC (3.1); REVIEW OF RESEARCH MATERIAL RE EXAMINER SUBMISSION AFFECTING INDEPENDENT DIRECTORS (3.7).	6.80	4,658.00
03/28/13	MC	REVIEW DRAFT DEBTOR FILINGS (2.2); REVIEW CORRESPONDENCE (.9).	3.10	1,767.00
03/28/13	NS	FOLLOW UP RESEARCH RE: SUBORDINATION (.2).	0.40	190.00
03/29/13	JTM	REVIEW MATERIAL IN CONNECTION WITH RMBS LITIGATION AND TESTIMONY ISSUES (2.2); RESEARCH RE INSURANCE ISSUES AND AFI AND PROPERTY OF THE ESTATE (2.7); REVIEW RECENT CASELAW RE FIDUCIARY DUTIES AND BOARD IN CONNECTION WITH INDEPENDENT DIRECTOR RESPONSE TO EXAMINER SUBMISSIONS (3.8).	8.70	5,959.50
03/29/13	MC	PARTICIPATION IN BOARD MEETING (1.2); REVIEW DRAFT DEBTORS RESPONSE (3.0); CORRESPONDENCE AND FILE REVIEW (.7).	4.90	2,793.00
TOTAL TASK CODE	B260	Board of Directors Matters	527.80	295278.00
GRAND TOTAL FEES			564.00	309,322.00
		TOTAL FEES SERVICES		\$ 309,322.00

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
MW	MARIOLA WIATRAK	10.80	2,322.00
SUBTOTAL	B110 Case Administration	10.80	2,322.00
B160	Fee/Employment Applications		

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
DAP	DAVID PIEDRA	1.40	805.00
JTM	JOSEPH T. MOLDOVAN	2.60	1,781.00
RKD	ROBERT K. DAKIS	10.10	5,302.50
NS	NEIL SIEGEL	5.40	2,565.00
MW	MARIOLA WIATRAK	5.90	1,268.50
SUBTOTAL	B160 Fee/Employment Applications	25.40	11,722.00
B260	Board of Directors Matters		
DL	DAVID LERNER	1.30	760.50
DAP	DAVID PIEDRA	81.50	46,862.50
IG	ISAAC GROSSMAN	0.30	208.50
JL	JACK LEVY	7.10	4,295.50
JTM	JOSEPH T. MOLDOVAN	140.10	95,968.50
MC	MICHAEL CONNOLLY	53.20	30,324.00
RKD	ROBERT K. DAKIS	94.20	49,455.00
AK	ANDREA KAHN	6.00	2,310.00
NS	NEIL SIEGEL	117.10	55,622.50
RS	REBECCA SAENGER	10.10	3,838.00
JPR	JASON P. REID	12.90	4,773.00
MW	MARIOLA WIATRAK	4.00	860.00
SUBTOTAL	B260 Board of Directors Matters	527.80	295,278.00
TOTAL FEES		564.00	309,322.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	10.80	2,322.00
B160	Fee/Employment Applications	25.40	11,722.00
B260	Board of Directors Matters	527.80	295,278.00
TOTAL FEES		564.00	309,322.00

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DL	DAVID LERNER	1.30	760.50

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DAP	DAVID PIEDRA	82.90	47,667.50
IG	ISAAC GROSSMAN	0.30	208.50
JL	JACK LEVY	7.10	4,295.50
JTM	JOSEPH T. MOLDOVAN	142.70	97,749.50
MC	MICHAEL CONNOLLY	53.20	30,324.00
RKD	ROBERT K. DAKIS	104.30	54,757.50
AK	ANDREA KAHN	6.00	2,310.00
NS	NEIL SIEGEL	122.50	58,187.50
RS	REBECCA SAENGER	10.10	3,838.00
JPR	JASON P. REID	12.90	4,773.00
MW	MARIOLA WIATRAK	20.70	4,450.50
TOTAL FEES		564.00	309,322.00

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	1,550.62
E124	DOCUMENT REPRODUCTION SERVICES	30.00
E101	SC PHOTOCOPYING	250.25
E101	SC IN HOUSE VOLUME PRINTING	1.54
E101	SC IN HOUSE VOLUME COLOR PRINTING	0.70
	MAIL	155.81
E107	MESSENGER	87.50
	COURT SERVICES	420.80
	MEALS	836.50
	PROFESSIONAL FEES	10,003.91
	DATABASE SEARCH	1,267.60

TOTAL DISBURSEMENTS \$ 14,605.23

TOTAL BALANCE DUE FOR THIS PERIOD \$ 323,927.23

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TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF APRIL 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
04/01/13	MW	REVIEW COURT FILINGS FOR 3/29/13 TROUGH 4/1/13 (.5); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.60	129.00
04/03/13	MW	REVIEW COURT FILINGS FOR 4.3.13.	0.50	107.50
04/04/13	MW	REVIEW COURT FILINGS FOR 3/29/13 TROUGH 4/4/13 (.8); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.90	193.50
04/09/13	MW	REVIEW COURT FILINGS FOR 4/5/13 TROUGH 4/9/13 (1.0); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	1.00	215.00
04/10/13	MW	REVIEW COURT FILINGS FOR 4/10/13 (.3); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1); MAKE ARRANGEMENTS WITH COURTCALL TO SET UP JTM'S APPEARANCE AT THE APRIL 11, 2013 HEARINGS (.3).	0.70	150.50
04/11/13	MW	REVIEW COURT FILINGS FOR 4/11/13.	0.40	86.00
04/12/13	MW	REVIEW COURT FILINGS FOR 4/12/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
04/15/13	MW	REVIEW COURT FILINGS FOR 4/13/13 TROUGH 4/15/13.	0.50	107.50
04/16/13	MW	REVIEW COURT FILINGS FOR 4/13/13 (.4); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.50	107.50
04/18/13	MW	REVIEW COURT FILINGS FOR 4/18.13.	0.60	129.00
04/19/13	MW	REVIEW COURT FILINGS FOR 4/19/13.	0.50	107.50
04/22/13	MW	REVIEW COURT FILINGS FOR 4/20/13 TROUGH 4/22/13 (.6); E-MAIL TO ATTORNEYS DAILY DOCKET WITH PLEADINGS (.1).	0.70	150.50
04/23/13	MW	REVIEW COURT FILINGS FOR 4/23/13.	0.50	107.50
04/24/13	MW	REVIEW COURT FILINGS FOR 4/24/13.	0.40	86.00
04/25/13	MW	RETRIEVE AND REVIEW COURT FILINGS FOR 4/25/13.	0.40	86.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/02/13	DAP	EMAIL WITH ALEX BARRAGE AT MOFO REGARDING EXAMINER SUBMISSION (.3); RESEARCH CONCERNING FIDUCIARY DUTIES OF OFFICERS AND DIRECTORS OF DELAWARE CORPORATION OR LLC (2.4); DRAFT EMAIL TO ALEX TO INCORPORATE INTO EXAMINER SUBMISSION (.4); EMAIL CORRESPONDENCE REGARDING PRODUCTION OF PAM WEST DOCUMENTS TO THE EXAMINER (.8); REVIEW PAM WEST PRODUCTION AND EMAIL RE: SAME (.4); REVIEW DIRECTOR COMPENSATION DOCUMENTATION PROVIDED BY K. KOLLENBERG (.4); TELEPHONE CALL JENNIFER SHANK REGARDING DIRECTOR COMP INFORMATION (.5); EMAIL CORRESPONDENCE RE: D&O INSURANCE (.2); TELEPHONE CALL WITH EXAMINER'S COUNSEL REGARDING PAM WEST PRODUCTION AND OPERATING AGREEMENT SIGNATURE PAGES OF DIRECTORS (.2); EMAIL CORRESPONDENCE RE: SAME (.2).	5.80	3,335.00
04/02/13	JTM	CONTINUED ANALYSIS OF POTENTIAL ISSUE AND CLAIMS CONCERNING INDEPENDANT DIRECTORS INCLUDING CASE LAW ANALYSIS (4.8); REVIEW OF TRANSCRIPTS OF EXAMINER MATERIALS (5.1) EMAILS LEVITT, PIEDRA RE EXAMINER ISSUES AND SUBMISSIONS (.7).	10.60	7,261.00
04/02/13	MC	REVISE SUBMISSION TO EXAMINER REGARDING FIDUCIARY DUTY ISSUES (3.1); EMAILS WITH INDEPENDENT DIRECTORS AND JTM (1.2).	4.30	2,451.00
04/02/13	RKD	REVIEW MATERIALS FOR POTENTIAL P. WEST DEPOSITION (1.7); EMAILS WITH D. PIEDRA REGARDING EXAMINER DISCOVERY (.3); REVIEW INFORMATION REGARDING INTERCOMPANY CLAIMS IN PREPARATION FOR MEETING REGARDING SAME (1.9); REVIEW EXAMINER RESPONSES IN PREPARATION FOR BRIEFING REGARDING SAME (.8).	4.70	2,467.50
04/03/13	DAP	RECEIVE AND REVIEW FINAL EXAMINER SUBMISSION IN RESPONSE TO COMMITTEE AND SUN SUBMISSIONS (1.0); CONF JTM RE: SAME (.4); EMAIL CORRESPONDENCE WITH JAMIE LEVITT CONCERNING EXAMINER OBJECTIONS TO CONFY/PEO DESIGNATIONS (.4); TELEPHONE CALL WITH BETH MILLER, EXAMINER'S COUNSEL, REGARDING CONFY/PEO DESIGNATION (.3); EMAIL CORRESP RE: ARRANGE FOR P. WEST DEPOSITION (.2); BEGIN PREP MATERIALS FOR PAM WEST DEPO FOR COMMITTEE RE: RMBS (2.8).	5.10	2,932.50
04/03/13	JL	REVIEW EMAIL RE COMPENSATION (.3); INTERNAL CONFERENCE WITH CONNOLLY RE INSURANCE AND COMPENSATION ISSUES (.4).	0.70	423.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/03/13	JTM	OCS DP AND TCS LEVITT RE GOLDIN EXAMINER ISSUES (.4); O/C WITH RKD RE INTERCOMPANY CLAIMS (.4); REVIEW GOLDIN DOCS AND FAIRNESS OPINIONS IN CONNECTION WITH EXAMINER REQUESTS (3.0); MEETING WITH KRUGER, DAKIS, LEE, ET.AL RE INTERCOMPANY CLAIMS (.8).	6.60	4,521.00
04/03/13	MC	O/C'S, T/C'S, CORRESPONDENCE RE: INDEPENDENT DIRECTOR ISSUES (2.4); ATTENTION TO AUDIT RESPONSE (.4).	2.80	1,596.00
04/03/13	RKD	REVIEW UPDATED INTERCOMPANY CLAIMS INFORMATION IN PREPARATION FOR MEETING (1.9); OFFICE CONFERENCE WITH J. MOLDOVAN REGARDING INTERCO CLAIMS AND RMBS LITIGATION (.4); REVIEW EXPERT DEPOSITION TRANSCRIPTS IN PREPARATION FOR RMBS TRIAL (1.3); MEETING WITH KRUGER, MOLDOVAN, PIEDRA, LEE ET AL., RE INTERCOMPANY CLAIMS (2.8).	6.40	3,360.00
04/04/13	DAP	RESEARCH REGARDING APPLICABILITY OF BUSINESS JUDGMENT RULE TO MEMBERS/MANAGERS OF DELAWARE LLC (3.4); MEMO TO A. BARRAGE RE: SAME (.8); EMAIL J. LEVITT RE: PEO DESIGNATION ON DOCS PRODUCED TO EXAMINER'S COUNSEL (.3).	4.50	2,587.50
04/04/13	JL	TELEPHONE CONFERENCE WITH MACK RE COMPENSATION ISSUES (.4); INTERNAL CONFERENCE WITH R. DAKIS RE INTERCOMPANY CLAIMS (.4).	0.80	484.00
04/04/13	JTM	REVIEW OBJECTIONS TO KEIP AND REVIEW UNDERLYING PLEADINGS (3.7); T/C'S WITH INDEPENDENT DIRECTORS (1.2).	4.90	3,356.50
04/04/13	MC	REVIEW BOARD MATERIALS AND RELATED DOCUMENTS IN CONNECTION WITH DRAFT SETTLEMENT AGREEMENT (2.6); O/C'S, CONFERENCE CALLS AND CORRESPONDENCE RE: COMPENSATION ISSUES (1.3).	3.90	2,223.00
04/04/13	NS	CONTINUED RESEARCH REGARDING SUBORDINATION (.6); DRAFT MEMO RE SAME (.2).	0.80	380.00
04/04/13	RKD	REVIEW 118 J. ILANY DOCUMENTS (4.9); LEGAL RESEARCH REGARDING STANDARDS FOR EXAMINER REPORTS (1.1); O/C WITH JL RE INTERCOMPANY CLAIMS (.3).	6.30	3,307.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/05/13	DAP	ATTEND BOARD OF DIRECTORS CALL (1.2); EMAIL PAM WEST RE DEPOSITION PREP (.2); EMAILS WITH EXAMINER'S COUNSEL CONCERNING INTERVIEWS OF PAM WEST AND TED SMITH (.3); TELEPHONE CALL WITH EXAMINER'S COUNSEL REGARDING DOCUMENT PRODUCTIONS (.3); EMAILS WITH JAMIE LEVITT RE: ADDITIONAL EXAMINER INTERVIEWS AND PREPARATION FOR SAME (.4); REVIEW DRAFT OF STN MOTION BY COMMITTEE FOR STANDING TO PURSUE CLAIMS (1.4); DISCUSS SAME WITH JTM (.2); CONFERENCE WITH JTM RE EXAMINER'S DEMAND FOR ADDITIONAL INTERVIEWS (.4).	4.40	2,530.00
04/05/13	JTM	BOARD MEETING (1.2); REVIEW COMMITTEE STN MOTION (2.0); DISCUSS SAME WITH DAP (.2); O/C RKD RE STN ISSUES (.4); CALLS WITH DIRECTORS RE SAME (1.0); OCS RKD RE LATEST DEMAND BY EXAMINER FOR ADDITIONAL INTERVIEWS (.6).	5.60	3,836.00
04/05/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.4); O/C'S, T/C'S, CORRESPONDENCE RE: COMPENSATION AND INDEMNIFICATION ISSUES (.8).	2.20	1,254.00
04/05/13	NS	PREPARE FOR AND ENGAGE IN TELEPHONE CALL WITH EXAMINER'S COUNSEL RE: TERMS AND CONDITIONS FOR ACCESS TO EXAMINER'S DOCUMENT DATABASE, DRAFT FOLLOW-UP E-MAIL (0.4); CONTINUED RESEARCH REGARDING SUBORDINATION (2.7); DRAFT MEMO RE SAME (.5).	3.60	1,710.00
04/05/13	RKD	EMAILS WITH E. HAMMERQUIST REGARDING ADDITIONAL ILANY DOCUMENTS (.2); PARTICIPATE ON BOARD CALL (1.2); O/C W/ JTM RE EXAMINER INTERVIEWS MEMO (.6); CONFERENCE WITH JTM RE: STN ISSUES (.4).	2.40	1,260.00
04/07/13	JTM	REVIEW STN MOTION AND DISCUSS SAME WITH BOARD MEMBERS (1.4).	1.40	959.00
04/07/13	NS	CONTINUED RESEARCH RE SUBORDINATION ISSUE (.8); DRAFT MEMO CONCERNING SAME (.6).	1.40	665.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/08/13	DAP	PREPARE DIRECTOR COMPENSATION DOCUMENTATION FOR PRODUCTION TO EXAMINER'S COUNSEL (1.5); CONFS R. DAKIS REGARDING SAME (.3); DRAFT EMAIL TO EXAMINER'S COUNSEL (.4); EMAIL CORRESPONDENCE TED SMITH RE: EXAMINER INTERVIEW REQUEST (.2); EMAIL COMMITTEE COUNSEL AND PAM WEST RE: DEPOSITION REGARDING RMBS 9019 MOTION (.2); REVIEW FINAL EXAMINER SUBMISSION CIRCULATED BY JAMIE LEVITT RE: DIRECTOR FIDUCIARY DUTY ISSUES (.8); RECEIVE AND REVIEW UCC DRAFT STN MOTION (.8); RESCAP UPDATE CONFERENCE CALL W/ JTM, RKD AND INDEPENDENT DIRECTORS REGARDING POTENTIAL UCC STN MOTION AND RELATED MATTERS (1.0).	5.20	2,990.00
04/08/13	JTM	CONFERENCE CALL WITH DAP, RKD, ET.AL WITH RESPECT TO UCC STN MOTION, OTHER OPEN ISSUES (1.0); CONTINUED ANALYSIS OF STN MOTION AND ALLEGED CLAIMS INCLUDING REVIEW OF CASES AND SUPPORTING MATERIAL (3.5); PREP FOR RMBS TRIAL INCLUDING WITNESS DEPO TRANSCRIPTS (3.3); O/C WITH RKD RE STN ISSUES (.3).	8.10	5,548.50
04/08/13	RKD	REVIEW COMMITTEE STN MOTION (1.9); REVIEW COMPLAINT ATTACHED TO SAME (1.8); OFFICE CONFERENCE WITH JTM REGARDING SAME (.3); REVIEW CASES CITED IN MOTION (.6); CONFERENCE CALL WITH JTM, MC, AND INDEPENDENT DIRECTORS REGARDING CASE STATUS AND STANDING MOTION (1.0); EMAILS WITH J. WISHNEW REGARDING DIRECTOR TESTIMONY DURING KERP/ KEIP (.2); CONTINUED EXAMINATION OF 59 RELEVANT DOCUMENTS FOR RMBS TRIAL (3.7).	9.50	4,987.50
04/09/13	DAP	ARRANGE FOR BATES STAMPED PRODUCTION TO EXAMINER (.4); EMAIL CORRESPONDENCE WITH EXAMINER COUNSEL BETH MILLER (.2).	0.60	345.00
04/09/13	JPR	COORDINATE RESCAP DOCUMENT PRODUCTION.	0.70	259.00
04/09/13	JTM	CALLS WITH DIRECTORS RE STN MOTION (.9); REVIEW LATEST DRAFT OF EXAMINER SUBMISSION (3.7).	4.60	3,151.00
04/09/13	MW	CREATE OUTLINE OF DOCUMENTS FOR HEARINGS RE: MOTION TO PRECLUDE AND KERP MOTION.	1.20	258.00
04/09/13	NS	DRAFT E-MAIL TO THE EXAMINER'S COUNSEL WITH INSTRUCTIONS RE: SERVICE LIST OF NOTICE PARTIES NEEDED TO INITIATE ACCESS TO THE EXAMINER'S DOCUMENT DATABASE.	0.20	95.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/09/13	RKD	EMAILS WITH D. PIEDRA REGARDING ADDITIONAL DOCUMENTS FOR EXAMINER (.2); REVIEW ADDITIONAL DOCUMENTS (.6); PREPARED ADDITIONAL DOCUMENTS FOR PRODUCTION (.4); EMAILS WITH J. RIED REGARDING SAME (.2); PRODUCE DOCUMENTS (.2); EMAILS WITH J. WISHNEW REGARDING TRUSTEE RESPONSE TO KERP MOTION (.2); REVIEW MARANO DEPOSITION TRANSCRIPT IN PREPARATION FOR RMBS LITIGATION AND PRECLUSION MOTION (2.1); REVIEW CASES CITED IN PRECLUSION MOTION (.9).	4.80	2,520.00
04/10/13	DAP	TELEPHONE CALL WITH EXAMINER'S COUNSEL RE: WITNESS INTERVIEWS (.4); PREPARE FOR ISSAC GROSSMAN POTENTIAL INTERVIEW REGARDING TAX SHARING AGREEMENT AND REVIEW DOCUMENTATION RE: SAME (2.2); TELEPHONE CONFERENCE CALL WITH JTM, RD, MC, IG REGARDING ISAAC COHEN INTERVIEW (.7); PREPARE FOR PAM WEST EXAMINER INTERVIEW (.8); TELEPHONE CALL WITH PAM WEST (.4).	4.50	2,587.50
04/10/13	IG	MEET JTM, RKD, DAP REGARDING REQUEST FOR INTERVIEW.	0.70	486.50
04/10/13	JL	REVIEW AUDIT COMMITTEE MEETING DOCUMENTS.	2.50	1,512.50
04/10/13	JTM	TC JAMIE LEVITT RE EXAMINER CONTINUED INTERVIEWS (.2); OC IG, RKD, DAP RE TAX ALLOCATION (.7); TC JOEL HAIMS RE INSURANCE ISSUES (.4); REVIEW OF INSURANCE DOCS RE SAME (1.6); TCS PAM WEST REE RMBS DEPO AND BOARD MATTERS (.7); REVIEW RMBS MATERIAL IN PREP FOR WEST DEPOSITION (6.1).	9.70	6,644.50
04/10/13	MW	COMPLETE GATHERING DOCUMENTS FOR HEARINGS ON KERP MOTION AND MOTION TO PRECLUDE (.9); PREPARE INDEX FOR EACH (.7).	1.60	344.00
04/10/13	MC	T/C'S RE: VARIOUS ISSUES INCLUDING COMPENSATION.	1.20	684.00
04/10/13	RKD	REVIEW KERP/KEIP MOTION (1.1); REVIEW UST RESPONSE TO SAME (.7); REVIEW P. WEST DECLARATION IN SUPPORT OF SAME (.9); REVIEW PLEADINGS REGARDING PRECLUSION MOTION (1.2); ADDITIONAL ANALYSIS OF PRECLUSION AND RMBS ISSUES (.9); O/C WITH JTM, IG, DAP RE: TAX ALLOCATION INTERVIEW (.7).	5.50	2,887.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/11/13	DAP	EMAIL CORRESPONDENCE WITH EXAMINER'S COUNSEL REGARDING ADDITIONAL INTERVIEWS (.2); EMAIL CORRESPONDENCE WITH JAMIE LEVITT EXAMINER INTERVIEWS TAX ALLOCATION AGREEMENT (.3); COLLECT AND REVIEW MATERIALS CONCERNING NEGOTIATION AND EXECUTION OF TAX ALLOCATION AGREEMENT (2.4); TELEPHONE CALL WITH DARRYL RAINS RE: RMBS 9019 HEARING AND INDEPENDENT DIRECTORS (1.0); EMAIL CORRESPONDENCE WITH PAM WEST RE EXAMINER INTERVIEWS (.2); PREPARE FOR EXAMINER INTERVIEWS RE: TAX ALLOCATION (1.4).	5.50	3,162.50
04/11/13	JL	AUDIT COMMITTEE MEETING.	1.50	907.50
04/11/13	JTM	REVIEW MATERIAL IN CONNECTION EXAMINATION OF I GROSSMAN BY EXAMINER RELATING TO TAX ALLOCATION (4.1); APPEAR AT HEARING RE COMMITTEE PRECLUSION MOTION AND MOCO FEE APPLICATION (3.4); APPEAR AT KEIP HEARING WITH INDEPENDENT DIRECTORS (2.1); MEETING WITH INDEPENDENT DIRECTORS RE PRECLUSION DECISION AND KEIP (1.1); EMAILS MOFO TEAM RE PRECLUSION DECISION (.4).	11.10	7,603.50
04/11/13	MC	REVIEW COURT FILING RE KERP/KEIP IN ADVANCE OF COMMITTEE MEETINGS (2.4); PREPARATION FOR BOARD MEETING (2.0).	4.40	2,508.00
04/11/13	RKD	ATTEND OMNIBUS HEARING REGARDING MOCO FEE APPLICATION; PRECLUSION MOTION; AND KERP/KEIP MOTION.	6.30	3,307.50
04/12/13	DAP	ATTEND BOARD MEETING CALL (1.5); COMMUNICATIONS WITH EXAMINER'S COUNSEL RE: DOCUMENT PRODUCTION ISSUES AND WITNESS INTERVIEWS (.8); REC/REV COMMITTEE STN MOTION (.6); REVIEW TAX ALLOCATION MATERIALS (.6); EMAIL WITH RKD RE: SAME (.2); TELEPHONE CONFERENCE WITH MOCO TEAM RE: TAX ALLOCATION EXAMINATION (1.2).	4.90	2,817.50
04/12/13	JPR	RUN SEARCH TERMS IN FILE SITE FOR R. DAKIS.EXPORT RESULTS FOR REVIEW. COORDINATE WITH D4 RE: PROCESSING OF ILANY DATA.	1.70	629.00
04/12/13	JTM	CALLS TO ALL DIRECTORS RE LATEST CASE DEVELOPMENTS AND PROPOSED STRATEGY (2.1); BOARD CALL RE: SAME (1.5); CALL WITH MOFO TEAM RE RMBS STRATEGY (1.2); REVIEW HEARING TRANSCRIPTS (.3).	5.10	3,493.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/12/13	MW	REVIEW E-MAIL RE PROCEDURE FOR ACCESS TO EXAMINER'S DOCUMENT DEPOSITORY (.2); COMPILE E-MAIL SERVICE BASED ON SAME (1.3).	1.50	322.50
04/12/13	MC	PREPARATION FOR (.8) AND PARTICIPATION IN BOARD MEETING (1.5); PARTICIPATION IN CONFERENCE CALL WITH JTM, DAP, RKD RE TAX ALLOCATIONS (1.2); TC'S, CORRESPONDENCE RE: COMPENSATION (.7); REVIEW EXAMINERS REQUEST AND RELATED EMAILS (.6).	4.90	2,793.00
04/12/13	RKD	REVIEW TAX ALLOCATION DOCUMENTS CIRCULATED BY J MOLDOVAN (.6); TELEPHONE CONFERENCE WITH J. MOLDOVAN, M. CONNOLLY, D. PIEDRA REGARDING TAX ALLOCATION EXAMINATION (1.2); EMAILS WITH J. REID ET AL., REGARDING ILANY DATA (.3); REVIEW ILANY DATA (3.8).	5.90	3,097.50
04/15/13	DAP	EMAIL CORRESPONDENCE WITH EXAMINER'S COUNSEL REGARDING INTERVIEWS OF WEST AND GROSSMAN (.4); REVIEW DOCUMENTS RECEIVED FROM EXAMINER IN PREPARATION FOR INTERVIEW (3.5); MEET WITH ISAAC GROSSMAN AND JAMIE LEVITT IN PREPARATION FOR GROSSMAN INTERVIEW BY EXAMINER'S COUSNEL (3.5); MEETING WITH JAMIE LEVITT REGARDING 9019 AND POSSIBLE RESPONSE TO EXAMINER INTERVIEW (.5); EMAIL CORRESPONDENCE PAM WEST (.3).	8.20	4,715.00
04/15/13	DAP	MEETING WITH JTM, IG, J. LEVITT RE: EXAMINER MEETING WITH GROSSMAN.	2.70	1,552.50
04/15/13	DR	AS PER DAP PREP BINDER FOR WITNESS PREP SESSIONS.	0.60	99.00
04/15/13	IG	MEET WITH DAP, J. LEVITT TO PREPARE FOR EXAMINER INTERVIEW.	3.00	2,085.00
04/15/13	JPR	EXPORT RESCAP FILESITE SEARCH RESULTS FOR R. DAKIS.	0.30	111.00
04/15/13	JTM	CALL WITH G LEE RE RMBS AND MEDIATION (.4); MEETING WITH DAP MC, JAMIE LEVITT, IG RE PREP FOR GROSSMAN EXAMINER EXAMINATION (3.3); REVIEW ADDITIONAL DOCUMENT IN PREP FOR EXAMINATION (2.2).	5.90	4,041.50
04/15/13	MW	REVISE E-MAIL SERVICE LIST FOR NOTICE TO PARTIES REQUESTING ACCESS TO EXAMINER'S DOCUMENT DEPOSITORY.	0.60	129.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/15/13	MC	MEETING WITH INDEPENDENT DIRECTORS RE COMPENSATION (1.2); REVIEW COURT FILINGS, CORRESPONDENCE RE: TAX ALLOCATION, AGREEMENT AND RELATED MATTERS (2.4); O/C'S (.8); MEETING WITH JTM, DAP, J. LEVITT, IG RE: PREP FOR GROSSMAN EXAMINER MEETING (3.5).	7.90	4,503.00
04/15/13	NS	PREPARE AND DRAFT NOTICE REQUESTING EXAMINER DOCUMENT DEPOSITORY ACCESS, INSTRUCT M WIATRAK RE: SERVING SAME.	0.60	285.00
04/15/13	RKD	REVIEW MOCO FILES FOR DOCUMENTS REGARDING TAX ALLOCATION AGREEMENT (3.2); REVIEW DOCUMENTS PROVIDED BY EXAMINER REGARDING SAME (2.4); CONFERENCE WITH J. MOLDOVAN, J. LEVY, D. PIEDRA, M. CONNOLLY AND I. GROSSMAN REGARDING TAX ALLOCATION INTERVIEWS (3.5); CONTINUE REVIEW OF TAX ALLOCATION DOCUMENTS (1.1).	10.20	5,355.00
04/16/13	DAP	MEET WITH PAM WEST AND PREPARE FOR EXAMINER INTERVIEW OF PAM WEST (3.1); ATTEND EXAMINER INTERVIEW OF PAM WEST (2.5); PREPARE FOR INTERVIEW OF ISAAC GROSSMAN (.5); ATTEND INTERVIEW OF ISAAC GROSSMAN (2.4).	8.50	4,887.50
04/16/13	IG	PREPARE/MEETING WITH CHADBOURNE (.8); ATTEND EXAMINER INTERVIEW (2.4).	3.20	2,224.00
04/16/13	JL	ATTEND MEETING RE INSURANCE SETTLEMENT ISSUE AT K&E WITH CONNOLLY (2.0); REVIEW VARIOUS MEMORANDA AND INSURANCE POLICIES RELATING TO MATTERS DISCUSSED AT MEETING (1.3).	3.30	1,996.50
04/16/13	JTM	MEETING WITH PAM WEST, JAMIE LEVITT, DAP RE WEST PREP FOR EXAMINER EXAMINATION (3.1); DEFEND WEST AT EXAMINER EXAMINATION (2.5); MG WITH DAP AND GROSSMAN RE GROSSMAN EXAMINER PREP (.5); DEFEND GROSSMAN AT EXAMINER EXAMINATION (2.4); REVIEW DOCUMENTS RE: STN MOTION (.8).	9.30	6,370.50
04/16/13	MW	REVIEW AND UPDATE DOCUMENTS RELATED TO SUBMISSIONS TO EXAMINER.	2.00	430.00
04/16/13	MW	REVIEW SCHEDULING ORDER RELATING TO FGIC OBJECTION TO SALE MOTION (.3); DIARY ALL DEADLINES (.2).	0.50	107.50
04/16/13	MC	ATTENDANCE AT INSURANCE MEETING (2.0); REVIEW COURT FILINGS AND CASE CALENDAR IN PREP FOR BOARD CALL (4.4).	6.40	3,648.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/16/13	NS	ADDITIONAL RESEARCH RE SUBORDINATION (.6); DRAFT MEMO CONCERNING SAME (2.2).	2.80	1,330.00
04/16/13	RKD	MEETING WITH I. GROSSMAN IN ADVANCE OF EXAMINER DISCUSSION (.2); REVIEW DOCUMENTS REGARDING TAX ALLOCATION (2.9); TELEPHONE CONFERENCE WITH I. GROSSMAN REGARDING ALLOCATION ISSUES (.2); PARTICIPATE IN I. GROSSMAN EXAMINER INTERVIEW (2.4); FOLLOW UP MEETING WITH JTM (.3).	6.00	3,150.00
04/17/13	DL	REVIEW MATERIALS FROM MOFO RE: TAX ALLOCATION AGREEMENT.	1.00	585.00
04/17/13	DAP	MEETING W/ JTM, RKD, JL AND MC RE: D&O / E&O INSURANCE SETTLEMENT UPDATE (1.0); TELEPHONE CALL WITH PAM WEST (.3); REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITION OF PAM WEST (3.5).	4.80	2,760.00
04/17/13	JL	MEETING W/ DAP, JTM, MC AND RKD ON INSURANCE ISSUES (1.0); CONTINUE REVIEW OF INSURANCE DOCUMENTS (1.4).	2.40	1,452.00
04/17/13	JTM	MEETING WITH DL, DAP, JL, RKD RE INSURANCE AND TAX ALLOCATION (1.0); MTG WITH MC AND DL RE TAX ALLOCATION (.4); REVIEW OF INSURANCE AND TAX MATERIALS IN CONNECTION WITH SETTLEMENT AND EXAMINER REQUESTS (6.6).	8.00	5,480.00
04/17/13	MC	OFFICE CONFERENCE W/ JTM AND DL RE TAX ALLOCATION (.4); REVIEW COURT FILINGS IN PREPARATION FOR BOARD CALL (3.7).	4.10	2,337.00
04/17/13	NS	CONTINUED RESEARCH ON SUBORDINATION ISSUE.	4.20	1,995.00
04/17/13	RKD	EMAILS WITH JTM REGARDING TAX ALLOCATION ISSUES (.4); REVIEW EXAMINER SUBMISSION ON SAME (.3); REVIEW EXAMINER SUBMISSIONS ON FIDUCIARY DUTY (2.9); BEGIN REVIEW OF CASES CITED IN SAME (.7); OFFICE CONFERENCE WITH JL, MC, DL, DAP AND JTM REGARDING INSURANCE SETTLEMENT (1.0).	5.30	2,782.50
04/18/13	DAP	REVIEW OF INSURANCE MATERIALS FOR D&O / E&O CLAIMS AND PROPOSED SETTLEMENT OF INSURANCE ISSUE (3.7); REVIEW PAM WEST DOCUMENT PRODUCTION RE: POTENTIAL EXHIBITS AT DEPOSITION (1.4); MEETING WITH JTM, RKD, JL, IG RE: TAX ALLOCATION (1.1).	6.20	3,565.00
04/18/13	JL	INTERNAL CONFERENCE WITH JTM, RKD, DAP, IG RE: TAX ALLOCATION.	1.10	665.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/18/13	JTM	BEGIN PREP OF RESPONSE TO EXAMINER, INCLUDING FIDUCIARY DUTY ISSUES (6.3); REVIEW OF DEPOSITION TRANSCRIPTS AND EXAMINER SUMMARIES IN CONNECTION WITH SAME (2.60); MEETING WITH DP, RD, JL IG RE TAX ALLOCATION (1.1) REVIEW OF DOCUMENTS IN CONNECTION RE SAME (.7).	10.70	7,329.50
04/18/13	MC	REVIEW COURT FILINGS RELATING TO TAX ALLOCATION AGREEMENT.	2.10	1,197.00
04/18/13	NS	CONTINUED REVIEW OF LEGAL RESEARCH RE: SUBORDINATION (6.1); ADDITIONAL DRAFTING OF MEMO RE: SAME (2.1).	8.20	3,895.00
04/18/13	RKD	REVISE PROPOSED RESPONSE TO COMMITTEE STN MOTION (.7); REVIEW MARANO DEPOSITION IN RMBS LITIGATION (1.8); REVIEW LEGAL RESEARCH REGARDING PRECLUSION OF EVIDENCE AT TRIAL (.9); MEETING WITH JTM, DAP, JL, IG RE: TAX ALLOCATION (1.1).	4.50	2,362.50
04/19/13	DAP	RESEARCH DELAWARE LAW CONCERNING BREACH OF FIDUCIARY DUTY IN PREPARATION OF POTENTIAL RESPONSE TO EXAMINER REPORT (2.5); REVIEW DEPOSITION TRANSCRIPTS IN RMBS 9019 DISCOVERY MATERIALS FOR POTENTIAL LINES OF QUESTIONING IN PAM WEST DEPOSITION (2.5); TELEPHONE CALL ROBERT DAKIS REGARDING POTENTIAL RESEARCH IN PREP FOR EXAMINER REPORT (.4).	5.40	3,105.00
04/19/13	JTM	PREP FOR MEDIATION INCLUDING REVIEW OF EXAMINER MATERIAL, SUBMISSIONS, BY ALL PARTIES (9.4); REVIEW WILMINGTON STN MOTION (.7); EMAILS DAP, RKD RE SAME (.2).	10.30	7,055.50
04/19/13	NS	ADDITIONAL RESEARCH ON SUBORDINATION (4.8); DRAFT MEMO RE: SAME (1.1).	5.90	2,802.50
04/19/13	RKD	REVIEW WTC MOTION FOR STANDING TO BRING CLAIMS (1.1); REVIEW DRAFT COMPLAINT ATTACHED TO SAME (1.7); BEGIN REVIEW OF CASES CITED IN WTC BRIEF (.4); EMAILS WITH JTM AND DAP REGARDING SAME (.2).	3.40	1,785.00
04/20/13	JTM	PREP FOR PAM WEST WILMINGTON RMBS DEPOSITION INCLUDING REVIEW OF TRANSCRIPTS OF WITNESSES, DEPO MATERIAL AND DOCUMENTS.	6.40	4,384.00
04/21/13	JTM	PREP FOR MEDIATIONS INCLUDING REVIEW OF FIDUCIARY DUTY ISSUES, SUN AND UCC SUBMISSIONS TO THE EXAMINER (6.2); CONTINUED PREP FOR WEST RMBS DEPOSITION (2.6).	8.80	6,028.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/22/13	DAP	PREPARE AND REVIEW RMBS MATERIALS AND POSSIBLE EXHIBITS FOR PAM WEST DEPOSITION (3.5); EMAIL CORRESPONDENCE WITH JAMIE LEVITT CONCERNING TAX ALLOCATION STANDARD IN OPERATING AGREEMENT AND INDENTURES AND RESEARCH REGARDING SAME IN CONNECTION WITH EXAMINER INTERVIEW OF J. YOUNG (2.0); OFFICE CONFERENCE WITH RKD RE: STN MOTION, EXAMINER ISSUES (.7); OFFICE CONFERENCE WITH WMF, RKD RE: RESEARCH ON CREDITOR STANDING (.3).	6.50	3,737.50
04/22/13	JL	REVIEW DOCUMENTS RE TAX SHARING AGREEMENT.	2.30	1,391.50
04/22/13	JTM	ALL DAY MEDIATION AT KRAMER LEVIN WITH ALL PARTIES AND JUDGE PECK (11.1); EMAILS RKD AND DAP RE WILMINGTON STN MOTION, REVIEW OF ISSUES IN CONNECTION WITH SAME (.4); REVIEW DRAFT MATERIALS RE SAME (1.1).	12.60	8,631.00
04/22/13	MC	REVIEW DOCUMENTS RELATING TO TAX ALLOCATION AGREEMENT (.6); CALLS W/ INDEPENDENT DIRECTORS (1.1).	1.70	969.00
04/22/13	NS	FURTHER RESEARCH RE: SUBORDINATION ISSUE (3.8); DRAFT MEMO RE SAME (.5).	4.30	2,042.50
04/22/13	RKD	OFFICE CONFERENCE WITH D. PIEDRA REGARDING WILMINGTON STN MOTION AND EXAMINER ISSUES (.7); OFFICE CONFERENCE WITH D. PIEDRA AND W. FIEL REGARDING RESEARCH ON CREDITOR STANDING (.3); LEGAL RESEARCH REGARDING BOARD PROCESS ISSUES (1.1); REVIEW DOCUMENTS IN PREPARATION FOR P. WEST DEPOSITION (6.1); EMAILS WITH J. MOLDOVAN REGARDING RESPONSE TO COMMITTEE STN MOTION (.2); EMAILS WITH J. MOLDOVAN REGARDING MEDIATION (.4); EMAILS WITH J.MOLDOVAN REGARDING ADVERSARY PROCEEDING ISSUES (.4).	9.20	4,830.00
04/22/13	WMF	CONFERENCE WITH D. PIEDRA AND R. DAKIS REGARDING TRUSTEE'S MOTION TO PROSECUTE CLAIMS ON BEHALF OF RESCAP.	0.30	115.50
04/22/13	WMF	REVIEW AND ANALYZE TRUSTEE'S MOTION AUTHORIZING IT TO PROSECUTE CLAIMS ON BEHALF OF RESCAP AND PROPOSED COMPLAINT.	2.30	885.50
04/23/13	DL	ATTEND PORTION OF TELEPHONIC BOARD MEETING.	0.40	234.00
04/23/13	DL	REVIEW MATERIALS RE: HISTORY OF TAX ALLOCATION AGREEMENT.	3.00	1,755.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
04/23/13	DAP	ATTEND BOARD OF DIRECTORS TELEPHONIC MEETING (1.0); MEET WITH PAM WEST AT MORRISON COHEN AND PREPARE FOR DEPOSITION (3.5); EMAIL CORRESPONDENCE JAMIE LEVITT (.3); PREPARE MATERIALS FOR WEST DEPOSITION (1.5)	6.30	3,622.50
04/23/13	JL	PARTICIPATE IN BOARD CALL (1.0); CONFERENCE WITH PAM WEST, DAP, RKD RE DEPOSITION (.3).	1.30	786.50
04/23/13	JTM	RESCAP - BOARD CALL RE MEDIATION (1.0); CALL WITH INDEPENDENT DIRECTORS (.9); CONTINUED JUDGE PECK MEDIATION THROUGHOUT DAY (10.4).	12.30	8,425.50
04/23/13	MC	PREPARATION FOR AND ATTEND PORTION OF BOARD MEETING (1.0); REVIEW RECENT FILINGS IN PREPARATION FOR BOARD UPDATE (4.4).	5.40	3,078.00
04/23/13	NS	FURTHER RESEARCH UPDATE RE: SUBORDINATION ISSUE (1.9); DRAFT MEMO RE: SAME (.4).	2.30	1,092.50
04/23/13	RKD	REVIEW DOCUMENTS IN PREPARATION FOR P. WEST DEPOSITION (4.9); ATTEND PARTS OF MEETING WITH D. PIEDRA AND P. WEST REGARDING DEPOSITION (1.3); REVIEW PRECLUSION TRANSCRIPT IN PREPARATION FOR SAME (1.9); CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR SAME (2.8).	10.90	5,722.50
04/23/13	WMF	RESEARCH, REVIEW AND ANALYZE CASELAW REGARDING STN/DERIVATIVE STANDING AND IN CONNECTION OPPOSING TRUSTEE'S MOTION FOR STANDING.	6.80	2,618.00
04/24/13	DAP	PAM WEST DEPOSITION PREPARATION AT MORRISON FOERSTER (8.0); REVIEW DRAFT STN RESPONSE (.5).	8.50	4,887.50
04/24/13	JTM	REVIEW MATERIALS IN CONNECTION WITH PAM WEST DEPO PREP (4.1); ATTEND PORTION OF WEST DEPO PREP (5.2).	9.30	6,370.50
04/24/13	MC	REVIEW COURT FILINGS MATERIALS FOR P. WEST DEPOSITION PREP.	2.90	1,653.00
04/24/13	NS	FURTHER RESEARCH RE: SUBORDINATION ISSUE (3.2); DRAFT MEMO RE: SAME (.4); TARGETED RESEARCH ON FIDUCIARY DUTY ISSUE FOR RKD (.7).	4.30	2,042.50
04/24/13	RKD	MEETING WITH T. PRINCI, P. WEST, D. PIEDRA, J. MOLDOVAN, ET AL., REGARDING DEPOSITION PREPARATION (7.3); REVIEW LEGAL RESEARCH REGARDING DIRECTOR DUTIES (1.2).	8.50	4,462.50

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04/24/13	WMF	CONTINUED LEGAL RESEARCH REGARDING STN/DERIVATIVE STANDING OF TRUSTEE IN CONNECTION WITH OPPOSING TRUSTEE'S MOTION FOR STANDING.	6.80	2,618.00
04/24/13	WMF	DRAFT MEMORANDA TO DAP REGARDING RESEARCH RELATING TO STN/DERIVATIVE STANDING OF TRUSTEE TO BRING CLAIMS ON BEHALF OF RESCAP ESTATE.	1.00	385.00
04/25/13	DAP	TELEPHONIC MEETING W/ P. WEST, T. PRINCI, JTM, RKD, ET.AL (3.5); DRAFT STN RESPONSE AND RESEARCH STANDARD FOR SAME (2.8).	6.30	3,622.50
04/25/13	JL	CONTINUED REVIEW OF INSURANCE INFO.	0.50	302.50
04/25/13	JTM	CONTINUED REVIEW OF MATERIALS FOR WEST DEPOSITION (4.3); PREP SESSION WITH WEST, PRINCI, DAP (3.5); REVIEW OF BOARD MATERIALS (1.1); CONFERENCE WITH RKD RE: DEPOSITION PREPARATION (.3).	9.20	6,302.00
04/25/13	MC	REVIEW COURT FILINGS (3.1).	3.10	1,767.00
04/25/13	NS	CONTINUED RESEARCH RE: SUBORDINATION ISSUE (3.1); DRAFT MEMO RE: SAME (.3).	3.40	1,615.00
04/25/13	RKD	REVIEW DIRECTOR DEPOSITION TRANSCRIPTS IN PREPARATION FOR UPCOMING RMBS DEPOSITIONS (1.4); LEGAL RESEARCH REGARDING BOARD PROCESS ISSUES (1.7); TELEPHONE CONFERENCE WITH P. WEST, T. PRINCI, JTM, AND DAP REGARDING DEPOSITION PREPARATION (3.5); FOLLOW UP CONFERENCE WITH JTM (.3).	6.90	3,622.50
04/26/13	DAP	ATTEND TELEPHONIC RESCAP BOARD MEETING (2.0); TELEPHONE CALL WITH PAM WEST REGARDING DEPOSITION (.5); CONTINUE DRAFTING RESPONSE TO STN MOTION (3.0); EMAIL CORRESPONDENCE WITH JAMIE LEVITT RE: SAME (.5).	6.00	3,450.00
04/26/13	JL	PARTICIPATE IN TELEPHONIC BOARD MEETING.	2.00	1,210.00
04/26/13	JTM	PREP FOR RMBS TRIAL INCLUDING WITNESS PREP AND DOC REVIEW (6.0); REVIEW MATERIAL AND CASES IN CONNECTION WITH RESPONSE TO WILMINGTON STN STANDING MOTION (5.3).	11.30	7,740.50
04/26/13	MW	REVIEW TRANSCRIPTS AND EXHIBITS TO TRANSCRIPTS RELATING TO RMBS SETTLEMENTS (7.6); REVISE FORMS FOR ACCESS TO EXAMINER'S DEPOSITORY (.3); E-MAIL SAME TO R. SCHWINGER (.1).	8.00	1,720.00

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04/26/13	MC	PARTICIPATION IN BOARD MEETING (2.0); REVIEW WEEKLY REPORT (.3) AND COURT FILINGS IN PREPARATION FOR BOARD CALL (2.6).	4.90	2,793.00
04/26/13	NS	EMAILS WITH EXAMINER'S COUNSEL RE DATABASE ACCESS (0.1); REVIEW 170 RMBS DOCUMENTS IN CONNECTION WITH TRIAL (8.1).	8.20	3,895.00
04/26/13	RKD	REVIEW LEGAL RESEARCH ON STN MOTIONS (2.4); FOLLOW UP RESEARCH REGARDING SAME (.7); LEGAL RESEARCH REGARDING BOARD DUTIES (1.3); OFFICE CONFERENCE WITH WMF REGARDING SAME (.3).	4.70	2,467.50
04/26/13	WMF	CONFERENCE WITH R. DAKIS REGARDING RESPONSE TO ANTICIPATED EXAMINER'S REPORT AND RESEARCH REGARDING CHOICE OF LAW, STATUTE OF LIMITATIONS, BUSINESS JUDGMENT RULE, AND FIDUCIARY DUTIES OWED BY DIRECTORS.	0.30	115.50
04/26/13	WMF	RESEARCH CHOICE OF LAW, STATUTE OF LIMITATIONS, BUSINESS JUDGMENT RULE, AND FIDUCIARY DUTIES OWED BY DIRECTORS.	1.80	693.00
04/28/13	JTM	REVIEW TRANSCRIPTS AND DOCUMENTS IN CONNECTION WITH PREP FOR RMBS TRIAL INCLUDING MACK AND WEST MATERIAL (3.1); REVISE DRAFT RESPONSE TO WILMINGTON STN MOTION (3.8).	6.90	4,726.50
04/28/13	NS	REVISE INDEX OF RMBS DEPOSITION EXHIBITS.	1.30	617.50
04/29/13	DAP	TELEPHONE CALL WITH PAM WEST REGARDING RMBS DEPOSITION (.8); PAM WEST DEPO PREP CALL WITH MOFO LAWYERS (.4); TELEPHONE CALL WITH PRINCI, LEVITT, MOLDOVAN REGARDING RMBS 9019 STRATEGY (1.2); TELEPHONE CALL WITH JAMIE LEVITT REGARDING OBJECTION TO WILMINGTON STN MOTION (.4); RESEARCH AND DRAFT STN RESPONSE RELATING TO INDEPENDENT DIRECTORS (3.9); RESEARCH AND DRAFT POINTS IN ANTICIPATION OF EXAMINER REPORT REGARDING INDEPENDENT DIRECTORS (5.0); MEETING WITH JTM RE: RMBS TRIAL (.6).	12.30	7,072.50
04/29/13	JL	INTERNAL CONFERENCE WITH MC RE DEPOSITIONS, OTHER MATTERS PERTAINING TO INDEPENDENT DIRECTORS.	0.80	484.00

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04/29/13	JTM	MEETING WITH DAP IN CONNECTION WITH RMBS TRIAL (.6); CONTINUED REVIEW OF DOCUMENTS IN CONNECTION WITH SAME (3.7); CALL WITH DAP AND WEST (.4); CALL WITH MOFO, LEVITT, PRINCI, PIEDRA RE RMBS TRIAL (1.2); PREP MATERIAL FOR EXAMINER REPORT RESPONSE (4.3); REVIEW WILMINGTON MOTIONS IN CONNECTION WITH STN MOTION (2).	11.20	7,672.00
04/29/13	MW	CONTINUE REVIEWING TRANSCRIPTS AND EXHIBITS TO TRANSCRIPTS RELATING TO RMBS SETTLEMENTS (3.6); COMPILE SAME IN BINDERS (2.0).	5.60	1,204.00
04/29/13	MC	REVIEW COURT FILINGS (2.3); OFFICE CONFERENCES W/ JL RE: DEPOSITIONS AND OTHER INDEPENDENT DIRECTOR ISSUES (.8).	3.10	1,767.00
04/29/13	NS	CONTINUED REVISION OF RMBS DEPOSITION EXHIBITS.	0.80	380.00
04/29/13	RKD	BEGIN REVIEW OF DEVINE DEPOSITION AND EXHIBITS ON RMBS TRIAL (2.3).	2.30	1,207.50
04/29/13	WMF	RESEARCH AND REVIEW CASELAW REGARDING CHOICE OF LAW, STATUTE OF LIMITATIONS, BUSINESS JUDGMENT RULE, AND FIDUCIARY DUTIES OWED BY DIRECTORS IN CONNECTION WITH RESEARCH MEMO.	8.30	3,195.50
04/30/13	DL	ATTEND BOARD MEETING (1.2); CONFERENCE WITH JTM, JL, MC RE: DIRECTOR'S ISSUES (.9).	2.10	1,228.50
04/30/13	DAP	RESEARCH CONCERNING STN STANDING AND BREACH OF FIDUCIARY DUTY IN CONNECTION WITH OPPOSITION TO WILMINGTON MOTION FOR STANDING TO ASSERT DEBTOR CLAIM OF BREACH OF FIDUCIARY DUTY AGAINST INDEPENDENT DIRECTORS (4.7); ATTEND BOARD OF DIRECTORS CALL (1.2); CONFERENCE WITH JTM, RKD RE: WEST AND RMBS LITIGATION STRATEGY (.3).	6.20	3,565.00
04/30/13	JL	CONFERENCE WITH JTM RE DEPOSITIONS, OTHER MATTERS PERTAINING TO INDEPENDENT DIRECTORS (.9); ATTEND BOARD CALL (1.2).	2.10	1,270.50
04/30/13	JTM	CONTINUED RESEARCH IN CONNECTION WITH STN MOTION AND DIRECTOR FIDUCIARY DUTY ISSUE (2.4); ATTEND BOARD CALL (1.2); MEETING WITH MC, JL, DL RE DIRECTOR ISSUES AND STRATEGY (.9); REV ALLY RESPONSE TO STN MOTION (.6); CONFERENCE WITH RKD, DAP RE: WEST DEPOSITION AND RMBS LITIGATION STRATEGY (.3).	5.40	3,699.00
04/30/13	MW	COMPLETE REVIEWING RMBS RELATED DOCUMENTS.	2.40	516.00

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04/30/13	MC	REVIEW COURT FILINGS (1.4); PREPARE FOR AND PARTICIPATION IN BOARD MEETING (1.4) AND FOLLOW UP CONFERENCE RE: INDEPENDENT DIRECTORS (.9).	3.70	2,109.00
04/30/13	NS	CONTINUED RESEARCH RE: SUBORDINATION.	1.70	807.50
04/30/13	RKD	CONTINUE REVIEW OF DEVINE DEPOSITION AND EXHIBITS IN PREPARATION FOR RMBS TRIAL (3.1); OFFICE CONFERENCE WITH J. MOLDOVAN AND D. PIEDRA REGARDING P WEST DEPOSITION UPDATES AND RMBS LITIGATION STRATEGY (.3); BEGIN REVIEW MACK DEPOSITION AND EXHIBITS IN CONNECTION WITH RMBS LITIGATION (2.7); BEGIN REVIEW OF JSB RESPONSE TO STN MOTIONS (.9); PARTICIPATE IN BOARD CALL (1.2); REVIEW RESEARCH ON BOARD FIDUCIARY DUTIES IN CONNECTION WITH STN RESPONSE (.9); OFFICE CONFERENCE WITH D. PIEDRA REGARDING SAME (.1).	9.20	4,830.00
04/30/13	WMF	CONTINUED RESEARCH AND REVIEW CASELAW REGARDING CHOICE OF LAW, STATUTE OF LIMITATIONS, BUSINESS JUDGMENT RULE, AND FIDUCIARY DUTIES OWED BY DIRECTORS IN CONNECTION WITH RESEARCH MEMO.	8.50	3,272.50
TOTAL TASK CODE		B260 Board of Directors Matters	703.00	400468.50
GRAND TOTAL FEES			716.20	403,306.50
TOTAL FEES SERVICES			_____ \$	403,306.50

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
MW	MARIOLA WIATRAK	9.90	2,128.50
SUBTOTAL	B110 Case Administration	9.90	2,128.50
B160	Fee/Employment Applications		
MW	MARIOLA WIATRAK	3.30	709.50
SUBTOTAL	B160 Fee/Employment Applications	3.30	709.50
B260	Board of Directors Matters		

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
DL	DAVID LERNER	6.50	3,802.50
DAP	DAVID PIEDRA	132.00	75,900.00
IG	ISAAC GROSSMAN	6.90	4,795.50
JL	JACK LEVY	21.30	12,886.50
JTM	JOSEPH T. MOLDOVAN	212.90	145,836.50
MC	MICHAEL CONNOLLY	69.00	39,330.00
RKD	ROBERT K. DAKIS	137.60	72,240.00
NS	NEIL SIEGEL	54.00	25,650.00
WMF	WENDY M. FIEL	36.10	13,898.50
JPR	JASON P. REID	2.70	999.00
MW	MARIOLA WIATRAK	23.40	5,031.00
DR	DEIRDRE ROSE	0.60	99.00
SUBTOTAL	B260 Board of Directors Matters	703.00	400,468.50
TOTAL FEES		716.20	403,306.50

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	9.90	2,128.50
B160	Fee/Employment Applications	3.30	709.50
B260	Board of Directors Matters	703.00	400,468.50
TOTAL FEES		716.20	403,306.50

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DL	DAVID LERNER	6.50	3,802.50
DAP	DAVID PIEDRA	132.00	75,900.00
IG	ISAAC GROSSMAN	6.90	4,795.50
JL	JACK LEVY	21.30	12,886.50
JTM	JOSEPH T. MOLDOVAN	212.90	145,836.50
MC	MICHAEL CONNOLLY	69.00	39,330.00
RKD	ROBERT K. DAKIS	137.60	72,240.00
NS	NEIL SIEGEL	54.00	25,650.00
WMF	WENDY M. FIEL	36.10	13,898.50

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020530 RESCAP, LLC
 020530-0002 CHAPTER 11

DATE: 07/18/13
 INVOICE # : 237404

TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF MAY 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE B110		Case Administration		
05/01/13	MW	REVIEW COURT FILINGS FOR 5/1/13.	0.50	107.50
TOTAL TASK CODE B110		Case Administration	0.50	107.50
TASK CODE B160		Fee/Employment Applications		
05/01/13	MW	REVIEW MARCH INVOICE FOR PRIVILEGE AND CONFIDENTIAL INFORMATION (.8); REVISE SAME (.6).	1.40	301.00
05/02/13	MW	COMPLETE REVIEWING MARCH INVOICE FOR PRIVILEGE AND CONFIDENTIAL INFORMATION (1.4); REVISE SAME (.8).	2.20	473.00
05/31/13	NS	REVIEW TIME ENTRIES RE: PRIVILEGED INFORMATION AND REDACT SAME.	1.40	665.00
TOTAL TASK CODE B160		Fee/Employment Applications	5.00	1439.00
TASK CODE B260		Board of Directors Matters		
05/01/13	DL	PARTICIPATE IN CONF. CALL WITH CLIENTS RE: MEDIATION UPDATE.	1.40	819.00
05/01/13	DAP	RESEARCH AND REVIEW DELAWARE CASE LAW CONCERNING BREACH OF FIDUCIARY DUTY AND DRAFT RESPONSE TO WILMINGTON TRUST MOTION FOR STANDING (7.0); EMAIL CORRESPONDENCE WITH ROBERT DAKIS RE: RESPONSE TO THE WILMINGTON STN MOTION (.3); BOARD OF DIRECTORS UPDATE TELEPHONE CALL RE MEDIATION UPDATE (1.4).	8.70	5,002.50
05/01/13	JL	CALL WITH INDEPENDENT DIRECTORS RE: MEDIATION UPDATE (1.4).	1.40	847.00
05/01/13	JTM	CALL WITH INDEPENDENT DIRECTORS RE MEDIATION UPDATE AND INSTRUCTIONS (1.4); SECOND INDIE CALL RE SAME (.7); REVIEW CASELAW IN CONNECTION WITH WILMINGTON STN MOTION (4.4); REVIEW MATERIALS IN CONNECTION WITH CONTINUED MEDIATION (2.1).	8.60	5,891.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
05/01/13	MC	CALLS WITH INDEPENDENT DIRECTORS RE: MEDIATION UPDATE (2.1); OC'S WITH JTM, DAP RE SAME (.9), REVIEW ATTORNEY OBJECTIONS TO RMBS SALE (1.6).	4.60	2,622.00
05/01/13	RKD	TELEPHONE CONFERENCE WITH INDEPENDENT DIRECTORS TO DISCUSS AFI RESPONSE TO STANDING MOTIONS (.7); EMAILS WITH JTM ET AL., REGARDING SAME (.2); REVISE DRAFT RESPONSE TO WILMINGTON STN MOTION (1.9); ADDITIONAL LEGAL RESEARCH IN CONNECTION WITH SAME (.7); EMAILS WITH DAP REGARDING SAME (.2); CONTINUED REVIEW OF DEPOSITION EXHIBITS AND TRANSCRIPTS IN PREPARATION FOR TRIAL ON RMBS ACTION (2.6).	6.30	3,307.50
05/01/13	WMF	RESEARCH AND REVIEW CASELAW REGARDING FIDUCIARY DUTIES OWED BY DIRECTORS IN CONNECTION WITH EXAMINER'S REPORT.	6.50	2,502.50
05/02/13	DL	REVIEW AND REVISE MARANO TERMINATION PRESS RELEASE.	1.00	585.00
05/02/13	DAP	RESEARCH CONCERNING INDEPENDENT DIRECTOR FIDUCIARY DUTY ISSUES IN CONNECTION WITH RESPONSE TO WILMINGTON STN MOTION (3.0); REVIEW DRAFT OF DEBTOR'S RESPONSE TO WILMINGTON STN MOTION (.6); EMAIL CORRESPONDENCE JAMIE LEVITT AT MOFO REGARDING STN (.4); CONTINUE TO DRAFT, EDIT AND REVISE WILMINGTON STN RESPONSE ON BEHALF OF INDEPENDENT DIRECTORS (6.5).	10.50	6,037.50
05/02/13	JL	REVIEW PRESS RELEASE RE CEO TERMINATION.	0.30	181.50
05/02/13	JTM	CONTINUED MEDIATION SESSION WITH JUDGE PECK AT KRAMER LEVIN (8.1).	8.10	5,548.50
05/02/13	MC	PREPARATION AND PARTICIPATION IN BOARD MEETING (1.6); REVIEW PRESS RELEASE RE: CEO TERMINATION (.9); CORRESPONDENCE RE: SAME (.4).	2.90	1,653.00
05/02/13	NS	REVIEW AND ANALYSIS OF LEGAL RESEARCH RE SUBORDINATION.	2.10	997.50
05/02/13	RKD	CONTINUE REVIEWING DEPOSITION TRANSCRIPTS AND EXHIBITS IN PREPARATION FOR RMBS TRIAL (4.9); LEGAL RESEARCH REGARDING EXCLUDING PRIMA FACE EVIDENCE (.9); LEGAL RESEARCH REGARDING AMENDMENTS TO DEPOSITION TRANSCRIPTS (.1); EMAILS WITH W. FIEL REGARDING RESPONSE TO WILMINGTON STN MOTION (.1); REVIEW CASES REGARDING DERIVATIVE STANDING IN BANKRUPTCY CONTEXT (.8).	6.80	3,570.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
05/02/13	WMF	CONTINUED RESEARCH AND REVIEW RE CASELAW REGARDING FIDUCIARY DUTIES OWED BY DIRECTORS IN CONNECTION WITH EXAMINER'S REPORT.	7.80	3,003.00
05/03/13	DAP	BOARD MEETING CONFERENCE CALL RE: MEDIATION AND DEVELOPMENTS (1.3); DRAFT STN RESPONSE (5.4); EMAIL CORRESPONDENCE JAMIE LEVITT (.4); TELEPHONE CALL WITH TED SMITH (.5); O/C WITH JTM AND RKD RE: WILMINGTON STN RESPONSE (.6).	8.20	4,715.00
05/03/13	JL	BOARD CALL RE MEDIATION AND DEVELOPMENTS.	1.30	786.50
05/03/13	JTM	BOARD CALL RE MEDIATION AND DEVELOPMENTS (1.3); OCS RD AND DP RE WILMINGTON STN RESPONSE (.6); REVIEW AND COMMENT ON LATEST DRAFT STN RESPONSE (5.2).	7.10	4,863.50
05/03/13	MC	REVIEW PRESS RELEASES RE: CEO TERMINATION, OTHER ISSUES (1.7); REVIEW DRAFT RESPONSE TO WILMINGTON TRUST MOTION (2.4).	4.10	2,337.00
05/03/13	RKD	PARTICIPATE IN BOARD OF DIRECTORS CALL (1.3); EMAILS WITH D. PIEDRA REGARDING RESPONSE TO WILMINGTON STN MOTION (.2); REVISE SAME (1.1); ADDITIONAL LEGAL RESEARCH IN CONNECTION WITH SAME (.3); O/C W. JTM AND DAP RE SAME (.6).	3.50	1,837.50
05/04/13	DAP	EMAIL CORRESPONDENCE WITH JAMIE LEVITT AND GARY LEE REGARDING STN (.4); REVISIONS TO WILMINGTON STN MOTION RESPONSE ON BEHALF OF INDEPENDENT DIRECTORS (1.8).	2.20	1,265.00
05/04/13	JTM	REVIEW MATERIALS IN CONNECTION WITH RESPONSE TO WILMINGTON STN MOTION.	4.20	2,877.00
05/05/13	DAP	TELEPHONE CALL JENNIFER MARINES FROM MOFO (.2); REVIEW SUBSIDIARY DEBT FORGIVENESS MATERIALS (.3); REVISE STN BRIEF PER MOFO COMMENTS (1.0).	1.50	862.50
05/05/13	JTM	CONTINUED STN REVIEW AND REVISION TO RESPONSE TO WILMINGTON MOTION AND ANALYSIS OF VARIOUS UNDERLYING MATERIALS (3.2); EMAILS AND CALLS WITH INDIES RE SAME (.6).	3.80	2,603.00

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05/06/13	DAP	CONFERENCE CALL WITH INDEPENDENT DIRECTORS REGARDING STN RESPONSE (1.0); FINALIZE STN RESPONSE AND PREPARE SAME FOR FILING (3.7); REV. MOTION FOR SEALING ORDER (.5); O/C WITH JTM, RKD RE: SEALING MOTION (.4); REV DEBTOR RESPONSE TO WILMINGTON STN (.5); EMAIL CORRESPONDENCE JAMIE LEVITT RE SAME (.3); TELEPHONE CONFERENCE CALL WITH PERKINS COIE, ET AL. CONCERNING D&O AND E&O INSURANCE (.8); TELEPHONE CONFERENCE CALL WITH COMMITTEE AND PERKINS COIE REGARDING D&O AND E&O INSURANCE (.5); RMBS TRIAL PREPARATION JOHN MACK (1.0); O/C WITH JTM RE: RESPONSE TO WILMINGTON STN MOTION (.4).	9.10	5,232.50
05/06/13	JPR	MEETING WITH J. MOLDOVAN AND D. PIEDRA TO DISCUSS TRIAL DOCUMENT AND DEPOSITION TRANSCRIPT DATABASE SETUP (.1); CREATE NEW TRANSCRIPT REPOSITORY IN TEXTMAP. LOAD DEPOSITION TRANSCRIPTS AND EXHIBITS TO TEXT TEXTMAP (2.4).	2.50	925.00
05/06/13	JTM	REVIEW FINAL DRAFTS OF INDEPENDENT DIRECTOR RESPONSES TO WILMINGTON STN MOTION (3.5); OCS DP RE SAME (.4); CALL WITH INSURANCE TEAM RE COVERAGE ISSUES PRIOR TO ALL HANDS CALL RE SAME WITH UCC (.8); CALL WITH UCC AND INSURANCE TEAM RE INSURANCE COVERAGE (.5); REVIEW POLICY MATERIAL IN CONNECTION WITH SAME (2.9); TWO OCS RKD AND DAP RE SEALING MOTION AND REVIEW OF SAME (.8); EMAIL FROM UCC RE SAME (.3); REVIEW DEBTORS' DAUBERT MOTIONS AND SUPPORTING MATERIALS RE MBIA AND FGIC, DEBTORS' MOTIONS IN LIMINE TO EXCLUDE EVIDENCE; UCC'S MOTION IN LIMINE AND FGIC JOINDER (1.6).	10.80	7,398.00
05/06/13	KCH	CITE-CHECK LIMITED OBJECTION AND RESPONSE OF THE INDEPENDENT DIRECTORS OF RESIDENTIAL CAPITAL, LLC TO THE MOTION OF WILMINGTON TRUST, NATIONAL ASSOCIATION, FOR AN ORDER AUTHORIZING IT TO PROSECUTE CLAIMS AND OTHER CAUSES OF ACTION ON BEHALF OF THE RESIDENTIAL CAPITAL, LLC ESTATE PER D. PIEDRA.	3.20	1,072.00
05/06/13	MC	REVIEW AND COMMENT ON STN REPLY BRIEF (2.1); CONFERENCE CALL WITH BOARD RE: RESPONSE TO WILMINGTON STN MOTION (1.0); CONFERENCE CALL WITH BOARD RE: D&O AND E&O INSURANCE (.8); EMAIL CORRESPONDENCE RE: SAME (.4).	4.30	2,451.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
05/06/13	RKD	FURTHER REVISIONS TO RESPONSE TO STN MOTION (2.1); DRAFT MOTION TO SEAL STN RESPONSE (1.1); DRAFT ORDER REGARDING SAME (.6); EMAILS WITH DAP REGARDING SAME (.3); O/C WITH JTM, DAP RE: SEALING MOTION (.4); PREPARE AND FILE RESPONSE AND SEALING MOTION (1.1).	5.60	2,940.00
05/06/13	WMF	REVIEW CITE CHECK REPORT FOR STN RESPONSE (.8); PERFORM ADDITIONAL RESEARCH IN CONNECTION WITH SAME (1.5).	2.30	885.50
05/07/13	DAP	COURT APPEARANCE REGARDING ORAL ARGUMENT OF COMMITTEE MOTION FOR STN STANDING AND EXCLUSIVITY MOTION (2.5); CONFERENCE WITH JAMIE LEVITT REGARDING RMBS TRIAL (.8); CONFERENCE WITH JTM REGARDING INSURANCE ISSUES AND REVIEW POLICIES RE: INDEPENDENT DIRECTORS (1.5); REVIEW BRIEFING AND DEPOSITION MATERIALS IN PREPARATION FOR JOHN MACK TESTIMONY IN CONNECTION WITH RMBS TRIAL (3.0); CONFERENCE CALL WITH T. PRINCI, JTM AND RKD RE: RMBS TRIAL PREPARATION (.8).	8.60	4,945.00
05/07/13	JL	CONFERENCE WITH JTM, INCLUDING TELEPHONE CALL WITH MOFO AND WITH PIEDRA RE RMB ACTION AND PREPARATION OF INDEPENDENT DIRECTORS, GENERAL STATUS.	0.80	484.00
05/07/13	JPR	LOAD DEPOSITION TRANSCRIPTS AND EXHIBITS TO TEXTMAP. SET UP DOCUMENT REPOSITORY FOR TRIAL DOCUMENTS.	4.00	1,480.00
05/07/13	JTM	APPEAR AT HEARING ON UCC STN MOTION (.5); REVIEW SUBMISSIONS OF EXPERT TESTIMONY BY UCC, MBIA RE RMBS TRIAL (1.4); O/C WITH DAP, MC RE: INSURANCE ISSUES FOR INDEPENDENT DIRECTORS (.7); REVIEW MACK, WEST MATERIAL IN CONNECTION WITH RMBS TRIAL (3.4); CONFERENCE CALL WITH T. PRINCI, DAP AND RKD RE: RMBS TRIAL PREPARATION (.8).	6.80	4,658.00
05/07/13	MW	START REVIEWING DOCUMENTS RELATING TO WILMINGTON TRUST MOTION FOR ORDER AUTHORIZING IT TO PROSECUTE CLAIMS ON BEHALF OF DEBTORS AND RMBS SETTLEMENTS.	5.30	1,139.50
05/07/13	MC	PARTICIPATION IN TELEPHONE COURT HEARING ON STN MOTION (1.9); OFFICE CONFERENCES WITH DAP, JTM RE: INSURANCE ISSUES (.7); REVIEW EMAIL CORRESPONDENCE (.3).	2.90	1,653.00

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05/07/13	RKD	CONFERENCE CALL WITH T. PRINCI, JTM, AND DAP REGARDING RMBS TRIAL PREPARATION AND J. MACK DIRECT (.8); CONTINUE REVIEW OF DEPOSITION AND DEPOSITION EXHIBITS, AND PLEADINGS IN RESPECT OF SAME (3.4); REVIEW LEGAL RESEARCH ON FIDUCIARY DUTY ISSUES IN CONNECTION WITH DRAFT MEMO RE SAME (1.9).	6.10	3,202.50
05/08/13	DAP	REVIEW OF CASE LAW AND BRIEFS, AND PREPARE OUTLINE FOR ORAL ARGUMENT OF STN MOTION ON TUESDAY 5/14 (6.0); EMAIL CORRESPONDENCE J. LEVITT (.3); MEETING WITH JTM AND RKD REGARDING PREPARATION OF RESPONSE TO EXAMINER REPORT, STN MOTION AND RMBS TRIAL (1.0); TELEPHONE CALL TONY PRINCI REGARDING RMBS PREPARATION AND JOHN MACK (.7); TELEPHONE CALL WITH JOHN MACK (.5).	8.50	4,887.50
05/08/13	JPR	COORDINATE WITH CO-COUNSEL REGARDING DEPOSITION TRANSCRIPTS. LOAD DEPOSITION TRANSCRIPTS TO TEXTMAP.	1.50	555.00
05/08/13	JTM	REVIEW AND ANALYSIS OF MATERIALS FILED IN CONNECTION WITH RMBS TRIAL BY UCC, MBIA (1.6); MEETING WITH DAP AND RKD RE STN MOTION (1.0) REVIEW OF FILINGS AND CASES RE SAME (5.2); EMAILS MOFO, LEVITT RE MALONEY DESIGNATIONS FOR TRIAL AND OCS DAP RE SAME (.4); REVIEW OBJECTION OF UCC TO WILMINGTON STN MOTION (.4); REVIEW AFI PROPOSAL TO UCC (.5); EMAIL TO INDIES RE WILMINGTON MOTION AND UCC RESPONSE, STATUS OF SAME, GENERAL BOARD MATTERS (1.1).	10.20	6,987.00
05/08/13	MW	REVIEWING DOCUMENTS RELATING TO WILMINGTON TRUST MOTION FOR ORDER AUTHORIZING IT TO PROSECUTE CLAIMS ON BEHALF OF DEBTORS.	6.00	1,290.00
05/08/13	MC	REVIEW COMMITTEE FILINGS (2.2); REVIEW CREDITORS COMMITTEE FILINGS (1.9).	4.10	2,337.00
05/08/13	RKD	EMAILS WITH W. FIEL REGARDING DRAFT MEMO RE FIDUCIARY DUTIES (.2); REVIEW CASE LAW AND ARTICLES REGARDING SAME (5.3); EMAILS WITH DAP AND JTM REGARDING TRIAL PREPARATION (.3); MEETING WITH JTM, DAP RE: PREPARING FOR STN HEARING AND RMBS TRIAL (1.0).	6.80	3,570.00
05/09/13	DL	TELEPHONE CONFERENCE WITH MOFO RE: INSURANCE CONTRIBUTION AND SETTLEMENT DISCUSSIONS.	1.30	760.50

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05/09/13	DAP	TELEPHONE CALL WITH JOE MOLODVAN AND MICHAEL CONNOLLY REGARDING D&O INSURANCE ISSUES AND CONSIDERATION IN CONNECTION WITH THE SETTLEMENT NEGOTIATIONS (1.3); TELEPHONE CONFERENCE CALL WITH GARY LEE AND LEWIS KRUGER CONCERNING SETTLEMENT AND DIRECTOR CONTRIBUTION TO SETTLEMENT AND INSURANCE ISSUES (.7); REVIEW OF INSURANCE CLAIMS DOCUMENTATION REGARDING POTENTIAL INDIE EXPOSURE (.4); RMBS TRIAL PREPARATION (4.5); RECEIVE AND REVIEW DRAFT OF JOHN MACK DIRECT TESTIMONY (1.5); COMMENTS RE: SAME (.4).	8.80	5,060.00
05/09/13	JTM	PREP FOR RMBS TRIAL INCLUDING REVIEW OF ALL RESEARCH MATERIALS AND TESTIMONY OF DIRECTORS AND EXPERTS AND JOHN MACK MATERIAL IN CONNECTION WITH DIRECT TESTIMONY (8.9); OC WITH MC AND RKD RE EXAMINER'S REPORT (1.2); CONFERENCE CALL WITH DAP, MC RE: D&O INSURANCE ISSUES IN SETTLEMENT NEGOTIATION (1.3).	11.40	7,809.00
05/09/13	MW	REVIEWING DOCUMENTS RELATING TO WILMINGTON TRUST MOTION FOR ORDER AUTHORIZING IT TO PROSECUTE CLAIMS ON BEHALF OF DEBTORS AND RMBS SETTLEMENTS.	7.20	1,548.00
05/09/13	MC	CONFERENCE CALL W/ JTM, DP, OTHERS RE D&O INSURANCE ISSUES (1.3); CONFERENCE CALL W/ MORRISON FOERSTER RE SAME (.7); OFFICE CONFERENCE WITH JTM AND RKD RE: EXAMINER'S EXPECTED REPORT (1.2); REVIEW COURT PAPERS (2.2); CORRESPONDENCE W/ INDEPENDENT DIRECTORS (.5).	5.90	3,363.00
05/09/13	NS	CONFERENCE WITH R DAKIS, M WIATRAK, I REID RE: EXAMINER'S REPORT ASSIGNMENTS.	0.40	190.00
05/09/13	RKD	EMAILS WITH W. FIEL REGARDING FIDUCIARY DUTY MEMO (.4); OFFICE CONFERENCE WITH W. FIEL REGARDING SAME (.2); REVISE FIDUCIARY DUTY MEMO (6.7); FOLLOW UP LEGAL RESEARCH REGARDING SAME (2.3); EMAILS WITH JTM AND DAP REGARDING SAME (.3); REVIEW J. MACK DEPOSITION TRANSCRIPT IN PREPARATION FOR REVIEW OF DRAFT DIRECT TESTIMONY (.8); REVIEW DEPOSITION EXHIBITS IN CONNECTION WITH SAME (1.7); OC WITH MC AND JTM RE EXAMINER'S REPORT (1.2).	12.60	6,615.00
05/09/13	WMF	RESEARCH CASELAW RE FIDUCIARY DUTIES.	3.50	1,347.50
05/09/13	WMF	DRAFT MODULES REGARDING FIDUCIARY DUTIES IN ANTICIPATION OF EXAMINER'S REPORT.	7.00	2,695.00

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05/09/13	WMF	CONFERENCE WITH R. DAKIS REGARDING FIDUCIARY DUTY RESEARCH AND INSOLVENCY ANALYSIS.	0.50	192.50
05/10/13	DL	CONF. JTM, RD, JL, MC RE: STRUCTURING RESPONSES TO EXAMINER'S LIKELY REPORT (1.3). REVIEW DRAFTS OF MEMO SECTIONS (.4).	1.70	994.50
05/10/13	DL	CALL WITH INDEPENDENT DIRECTORS	0.70	409.50
05/10/13	DL	RESEARCH ISSUE OF MANAGERS' FIDUCIARY DUTY UNDER DEL. LAW.	1.00	585.00
05/10/13	DAP	TELEPHONE CALL WITH JOHN MACK RE: TESTIMONY (.5); REVIEW JOHN MACK DIRECT (.4); TELEPHONE CONFERENCE CALL WITH TONY PRINCI AND RMBS TEAM REGARDING RMBS TRIAL PREPARATION (1.1); REVIEW AND REVISE DRAFT OF RESPONSE TO EXPECTED EXAMINER REPORT CONCERNING BREACH OF FIDUCIARY DUTY ISSUES (1.2); EMAIL CORRESPONDENCE JAMIE LEVITT RE: SAME (.4).	3.60	2,070.00
05/10/13	JL	REVIEW AND COMMENT ON DRAFT OF FIDUCIARY DUTY MEMO SECTIONS (1.9); INTERNAL CONFERENCES RE STATUS, EXAMINERS REPORT, NEGOTIATIONS, INVESTIGATIONS, LEGAL DUTIES, ETC. (1.3).	3.20	1,936.00
05/10/13	JPR	UPLOADING RESCAP DATA TO NETWORK SHARE FOR CASE TEAM.	0.50	185.00
05/10/13	JTM	CALLS WITH TONY PRINCI AND DAP RE MACK DIRECT TESTIMONY (1.1); REVIEW MATERIALS IN CONNECTION WITH SAME AND PREP OF DIRECT (6.0); EMAILS AND CALLS WITH DIRECTORS THROUGHOUT DAY RE ALLY OFFER, SETTLEMENT, AND STATUS (1.5); REVIEW DRAFT FIDUCIARY DUTY MEMO (2.7) OCS RKD, JL, DL, MC RE SAME (1.4) COMMENT TO SAME (1.2).	13.90	9,521.50
05/10/13	MC	REVIEW AND COMMENT ON PROPOSED RESPONSE TO EXAMINERS REPORT (1.6); CONFERENCE CALL W/ INDEPENDENT DIRECTORS (1.3); O/C'S RE: CASE STATUS (MULTIPLE ISSUES) (.4); RE: FIDUCIARY DUTY MEMO (.4); CONFERENCE CALL W/ JOHN MACK AND MORRISON FOERSTER (.8); OC WITH MC, JTM, JL AND RKD RE EXAMINER'S REPORT (1.3).	5.80	3,306.00

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05/10/13	RKD	TELEPHONE CONFERENCE WITH JTM REGARDING DRAFT FIDUCIARY DUTY MEMO (.2); TELEPHONE CONFERENCE WITH JTM AND J LEVITT REGARDING SAME (.2); OFFICE CONFERENCE WITH J. LEVY REGARDING SAME (.2); REVISE DRAFT FIDUCIARY DUTY MEMO TO INCORPORATE COMMENTS FROM JTM AND J LEVY (2.9); TELEPHONE CONFERENCE WITH INDEPENDENT DIRECTORS, JTM, J LEVY M CONNOLLY, AND W. FIEL REGARDING CASE STATUS (1.3); FOLLOW UP CALL WITH JTM, W FIEL, J LEVY AND M CONNOLLY REGARDING FIDUCIARY DUTY MEMO (.4); FURTHER REVISIONS TO FIDUCIARY DUTY MEMO (2.4); EMAILS WITH DAP REGARDING SAME (.3); EMAILS WITH J. LEVITT REGARDING SAME (.2); OC WITH JTM, JL AND MC RE SAME (1.3).	9.40	4,935.00
05/11/13	JTM	REVIEW AND ANALYSIS OF MATERIAL FOR EXAMINER RESPONSE IN CONNECTION WITH DIRECTORS AND TRANSACTIONS (4.4).	4.40	3,014.00
05/11/13	RKD	FURTHER REVISIONS TO J. MACK DIRECT TESTIMONY (1.3); REVIEW DRAFT TERM SHEET (1.7); EMAILS WITH JTM, MC, DAP, JL, AND DL REGARDING TERM SHEET (1.9).	4.90	2,572.50
05/12/13	DL	CONFS. AND EMAILS WITH JTM, MC, JL, RKD, DAP RE: INDEMNITY AND INSURANCE ISSUES, DUTIES OF INDEPENDENT DIRECTORS (1.1). REVIEW AND REVISE PROPOSED TERM SHEET AND PSA LANGUAGE (.7).	1.80	1,053.00
05/12/13	DAP	REVIEW DRAFTS OF TERM SHEET AND PLAN SUPPORT AGREEMENT REGARDING INDEPENDENT DIRECTORS (1.5); TELEPHONE CALL WITH JTM REGARDING SAME (.5); EXTENSIVE EMAIL CORRESPONDENCE REGARDING TERM SHEET AND PLAN SUPPORT AGREEMENT REGARDING ISSUES AFFECTING THE INDEPENDENT DIRECTORS (1.5); TELEPHONE CONFERENCE CALL WITH PERKINS COIE SELENA LINDA AND JOEL HAIMS OF MOFO (.5); REVIEW DRAFT REVISED LANGUAGE FOR TERM SHEET AND PLAN SUPPORT AGREEMENT (.4); PROPOSE ADDITIONAL LANGUAGE FOR TERM SHEET AND PLAN SUPPORT AGREEMENT AND EMAIL CORRESPONDENCE RE: SAME (.6); TELEPHONE CALL WITH JTM AND M. SHARKEY AT PERKINS COIE (.4); REV EMAIL CORRESPONDENCE M. SHARKEY (.4); REVIEW INSURANCE MATERIALS (1.0).	6.30	3,622.50
05/12/13	JL	REVIEW MULTIPLE DRAFTS OF DRAFT TERM SHEET AND PLAN SUPPORT AGREEMENT (2.6); INTERNAL CONFERENCES AND EMAILS WITH MOCO TEAM RE VARIOUS PROVISIONS, ISSUES RE D&O INSURANCE AND COVERAGE, INDEMNIFICATION (1.1).	3.70	2,238.50

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05/12/13	JTM	CONTINUED PREP FOR RMBS TRIAL INCLUDING TESTIMONY AND EXPERT WITNESS MATERIAL REVIEW (2.8); REVIEW DRAFTS OF TERM SHEET AND PLAN SUPPORT AGREEMENT FOCUS ON INDIES (1.7); TC DAP REGARDING SAME (.5); NUMEROUS EMAILS TEAM, MOFO RE TERM SHEET AND PLAN SUPPORT AGREEMENT REGARDING ISSUES AFFECTING THE INDEPENDENT DIRECTORS (1.4); CALL WITH DAP AND DEBTOR INSURANCE COUNSEL PERKINS COIE SELENA LINDA AND JOEL HAIMS OF MOFO CONCERNING IMPACT ON INDIE INSURANCE (.5); SEVERAL CALLS SHARKEY RE IMPACT OF PSA ON INSURANCE TOWER AND DIRECTOR CONTRIBUTION (.8); REVIEW MULTIPLE TURNS OF REVISED LANGUAGE FOR TERM SHEET AND PLAN SUPPORT AGREEMENT RE SAME (.3); OC DAP RE ADDITIONAL PROVISIONS FOR TERM SHEET AND PSA EMAILS RE SAME (.7); TC DAP AND M. SHARKEY AT PERKINS COIE (.4); REV EMAILS W SHARKEY (.3); REVIEW INSURANCE MATERIALS IN CONNECTION WITH SAME (.4); EMAILS THROUGHOUT DAY WITH MOFO TEAM AND MOCO TEAM RE MACK TESTIMONY AND DUTIES OF INDEPENDENT DIRECTORS (1.1).	10.90	7,466.50
05/12/13	MC	CONFERENCE CALLS AND EMAIL EXCHANGES THROUGHOUT THE DAY RE: INDEMNITY, INSURANCE ISSUES, PLAN TERM SHEET, AND DUTIES OF INDEPENDENT DIRECTORS (2.6); REVIEW AND COMMENT ON BOARD MATERIALS (1.0).	3.60	2,052.00
05/12/13	RKD	REVIEW DEPOSITION TRANSCRIPTS AND PLEADINGS IN CONNECTION WITH TRIAL PREPARATION (1.3); REVIEW REVISED SETTLEMENT TERM SHEET (1.6); EMAILS WITH JTM, ET AL., REGARDING SAME (.9); REVIEW DRAFT PRESENTATION TO BOARD REGARDING SAME (.8); EMAILS WITH JTM ET AL REGARDING PRESENTATION (.9).	5.50	2,887.50
05/13/13	DL	ANALYZE PSA AND TERM SHEET RE: INDEMNITY AND INSURANCE ISSUES (3.5); CONFS JTM, RD, JL, DAP RE: TERM SHEET (1.1); TELEPHONE CONFERENCES MOFO ET.AL RE: TERM SHEET (.4); SPECIAL TELEPHONE MEETING OF COMMITTEE OF INDEPENDENT DIRECTORS (1.0).	6.00	3,510.00

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05/13/13	DAP	REVIEW AND COMMENT ON NUMEROUS DRAFTS OF PLAN SUPPORT AGREEMENT AND TERM SHEET REGARDING RIGHTS OF INDEPENDENT DIRECTORS, PROPOSE ALTERNATIVE LANGUAGE AND NUMEROUS OFFICE CONFERENCES RE: SAME (3.5); REVIEW OPERATING AGREEMENT AND AFI CHARTER REGARDING AFI INDEMNITY OBLIGATIONS FOR INDEPENDENT DIRECTORS (1.5); TELEPHONE CALLS WITH MOFO REGARDING SAME (1.0); TELEPHONE CONFERENCE CALL WITH ALL INDEPENDENT DIRECTORS (1.0).	7.00	4,025.00
05/13/13	JL	BOARD CALL AND FOLLOW UP (1.2); REVIEW PLAN SUPPORT AGREEMENT DRAFTS (1.8); TELEPHONE CALLS WITH MOFO TEAM, TELEPHONE CALLS WITH COUNSEL (1.0); REVIEW REVISED SUPPORT AGREEMENT DRAFTS (2.4); MEETING OF INDEPENDENT DIRECTORS (1.0); REVIEW RESPONSES RE PROPOSED CHANGES AND INTERNAL CONFERENCES (.8).	8.20	4,961.00
05/13/13	JTM	REVIEW DRAFTS OF PLAN SUPPORT AGREEMENT AND TERM SHEETS THROUGHOUT DAY INCLUDING NUMEROUS BACK AND FORTH EMAILS AND CALLS RE LANGUAGE AND VARIOUS PROVISIONS INCLUDING THOSE AFFECTING INSURANCE PROCEEDS (8.4); CHAMBERS CONFERENCE RE PLAN STATUS AND EXAMINER REPORT (1.4); CALLS AND EMAILS THROUGHOUT DAY AND EVENING NEGOTIATING REVISIONS AND MODIFICATIONS TO PLAN SUPPORT AGREEMENT AND TERM SHEETS WITH MOFO - LEE, TANENBAUM, MARINUZZI, K&E - SCHROCK, CRO, LEW KRUGER (3.7); MEETING OF INDEPENDENT DIRECTORS RE PSA AND TERM SHEETS (1.0); CALLS WITH INDEPENDENT DIRECTORS ILANY AND WEST (.4).	14.90	10,206.50
05/13/13	KCH	LOG OF MEETINGS OF INDEPENDENT DIRECTORS, BOARD MEETINGS WITH MOCO ATTORNEYS (.5); BEGIN REVIEW OF TIME RE: EXAMINER'S REPORT (1.0).	1.50	502.50
05/13/13	MW	PREPARATION FOR TRIAL.	5.00	1,075.00
05/13/13	MC	REVIEW EMAILS, CORRESPONDENCE REGARDING INDEMNIFICATION AND RELATED ISSUES IN RELATION TO PLAN SUPPORT AGREEMENT.	2.10	1,197.00

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05/13/13	RKD	REVIEW REVISED FORM OF TERM SHEET (1.7); EMAILS WITH JTM REGARDING SAME (.3); OFFICE CONFERENCE WITH JTM, DL, JL REGARDING SAME (1.1); TELEPHONE CONFERENCE WITH JTM, DL, JL, J. TANNENBAUM AND G. LEE REGARDING SAME (.4); TELEPHONE CONFERENCE WITH DAP AND C BRUENS REGARDING SAME (.3); EMAILS REGARDING REVISED FORM OF STIPULATION (.4); REVIEW REVISED FORM OF PSA AND FURTHER REVISED STIPULATION (1.3).	5.70	2,992.50
05/13/13	WMF	REVIEW AND ANALYZE ATTORNEY TIME SHEETS FOR MEETINGS WITH INDEPENDENT DIRECTORS (2.1); DRAFT CHART SUMMARIZING SAME (2.4).	4.50	1,732.50
05/14/13	DL	CONF. DAP, MC, JTM, JL, RE: DISCLOSURES TO INDEPENDENTS.	0.60	351.00
05/14/13	DAP	REC/REV DEBTORS' PRE-TRIAL MOTIONS TO EXCLUDE IN CONNECTION WITH 9019 TRIAL (.8); REVIEW COMMITTEE RESPONSE AND OTHER PARTY JOINDERS IN SAME (.8); REVIEW COMMITTEE MOTION TO EXCLUDE IN CONNECTION WITH 9019 TRIAL (.8); CONF JTM RE: REVISED PLAN TERM SHEET AND REV SAME (.4); REVIEW EXHIBITS AND DEPOSITION TESTIMONY REGARDING MOTIONS IN LIMINE FOR 9019 TRIAL (1.4); EMAIL CORRESP. JAMIE LEVITT (.2); PREPARATION FOR 9019 TRIAL AND DECLARATION OF DIRECT TESTIMONY FOR JOHN MACK (1.5); EMAIL WITH TONY PRINCI RE: SAME (.2); OC WITH DL, MC, JTM AND JL RE DISCLOSURES (.6).	6.70	3,852.50
05/14/13	JL	OC WITH DL, DAP, MC AND JTM RE DISCLOSURES.	0.50	302.50
05/14/13	JTM	COURT APPEARANCE RE OMNIBUS HEARING ON CASH COLLATERAL, RMBS TRIAL STATUS, OTHER MATTERS (1.0); CALLS WITH DIRECTORS RE STATUS OF PSA AND RMBS TRIAL (.6); TC ILANY RE STATUS OF ALL MATTERS, PSA, INSURANCE ISSUES (.4); REVIEW MACK PROPOSED DIRECT, OCS DAP RE SAME (1.3); OC WITH DL, DAP, JL AND MC RE DISCLOSURE ISSUES (.6); REVIEW DEBTORS' OPPOSITION TO TESTIMONY PRECLUSION, COMMITTEE RESPONSE (1.6); EMAIL EXCHANGES WITH RKD RE: REVISED PLAN TERM SHEET (.6).	6.10	4,178.50
05/14/13	KCH	CONTINUE REVIEW TIME ENTRIES FOR SPREADSHEETS REFLECTING SAME.	3.20	1,072.00
05/14/13	MW	REVIEW DOCUMENTS AT DIRECTION OF RKD IN CONNECTION WITH RMBS TRIAL STRATEGY.	5.00	1,075.00

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05/14/13	RKD	REVIEW DEBTOR'S MOTION TO EXCLUDE COMMITTEE TRIAL TESTIMONY (.8); REVIEW COMMITTEE RESPONSE TO SAME AND JOINDERS (1.9); REVIEW CASES CITED IN PLEADINGS (1.4); REVIEW COMMITTEE MOTION TO EXCLUDE DEBTOR'S EVIDENCE AND JOINDERS TO SAME (1.3); REVIEW MOTION TO EXCLUDE ROSSI TESTIMONY (.8); REVIEW CASES CITED IN SAME (.6); REVIEW MOTION TO EXCLUDE BROWN (.9); REVIEW RESPONSE TO SAME (.6); REVIEW EXHIBITS AND DEPOSITION TESTIMONY IN CONNECTION WITH REVIEW OF MOTIONS IN LIMINE (2.6); REVIEW REVISED FORM OF PLAN TERM SHEET (1.1); EMAILS WITH JTM REGARDING SAME (.6).	12.60	6,615.00
05/15/13	DAP	TELEPHONE CALL WITH TONY PRINCI AND JTM REGARDING RMBS TRIAL (.3); CONF. JTM RE: PREP FOR RMBS TRIAL (.3); BEGIN REVIEW OF PRE-TRIAL SUBMISSIONS IN CONNECTION WITH THE PREPARATION OF JOHN MACK FOR TESTIMONY AT TRIAL (3.5); EMAIL CORRESPONDENCE WITH JOHN MACK RE: RMBS TRIAL (.2); TELEPHONE CALL WITH PAM WEST (.2); REVIEW DOCUMENTS AND PLEADINGS FOR RMBS 9019 TRIAL PREPARATION (2.2).	6.70	3,852.50
05/15/13	JPR	TRIAL PREPARATION. DATABASE SETUP.	0.60	222.00
05/15/13	JTM	REVIEW MOTIONS TO EXCLUDE EVIDENCE AND RESPONSES TO SAME IN CONNECTION WITH TRIAL PREP (2.4); CALL DIRECTOR WEST RE STATUS (.3); CALL TONY PRINCI RE PREP ISSUES IN CONNECTION WITH MACK (.3); REVIEW PRE TRIAL SUBMISSIONS AND EXHIBIT LISTS (3.6); REVIEW REVISED MACK DIRECT (1.2); TCS PRINCI, MOFO, DAP, DAKIS RE UCC DESIGNATION OF WEST AS ADVERSE WITNESS (.6); CONTINUED PREP FOR RMBS TRIAL (3.7).	12.10	8,288.50
05/15/13	KCH	REVIEW OF TIME ENTRIES AND RECORD CONFERENCES WITH INDEPENDENT DIRECTORS.	3.20	1,072.00
05/15/13	LM	REVIEW MORRISON COHEN TIME SHEETS AND COMPILE CHART, RE: MEETING AND TELEPHONE CONFERENCES IN CONNECTION WITH EXAMINER'S REPORT.	6.00	1,650.00
05/15/13	MW	REVIEW 175 DOCUMENTS ON TRIAL EXHIBIT DATABASE.	5.00	1,075.00

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05/15/13	RKD	REVIEW COMMITTEE PRETRIAL SUBMISSIONS (.9); REVIEW MBIA PRETRIAL SUBMISSIONS (.3); BEGIN REVIEW DESIGNATED DEPOSITION TESTIMONY (5.3); EMAILS WITH JTM REGARDING PRETRIAL SUBMISSIONS (.3); EMAILS WITH NS AND MW REGARDING SAME (.1); T/C W/JTM RE: COMMITTEE DESIGNATION OF WEST AS ADVERSE WITNESS (.6).	7.50	3,937.50
05/16/13	DAP	REVIEW EXTENSIVE SUBMISSIONS IN CONNECTION WITH RMBS TRIAL IN CONNECTION WITH THE PREPARATION OF JOHN MACK AND POTENTIALLY PAM WEST FOR TESTIMONY AT RMBS TRIAL (6.2); CONF WF RE: RESEARCH CONCERNING CORRECTION OF DEPO TESTIMONY (.5); O/C WITH JTM, RKD RE: DEPO ERRATA ISSUES AND ANALYSIS (.7); O/C JTM, RKD RE: WEST TESTIMONY (.6).	8.00	4,600.00
05/16/13	JPR	MEETING WITH CASE TEAM REGARDING TRIAL PREP ISSUES (.4). CALL WITH ALEXANDER LAWRENCE FROM MORRISON FOERSTER RE: EXPORT OF RMBS EXHIBITS (.7).	1.10	407.00
05/16/13	JTM	REVIEW WILMINGTON PRETRIAL SUBMISSION AND DESIGNATIONS OF TESTIMONY (1.3); REVIEW MACK DEPO TRANSCRIPT (3.9); OC DAP AND RD RE ERRATA ISSUES AND ANALYSIS (.7); OC TEAM RE STRATEGY AND TRIAL EXHIBITS (.4); REVIEW MEMO RE TESTIMONY ISSUES (.3); OCS DAP AND RD RE WEST TESTIMONY (.6); CONTINUED PREP FOR RMBS TRIAL (3.9).	11.10	7,603.50
05/16/13	KCH	REVISE CHARTS RE EXAMINER REPORTS (.4); OC WITH WF RE SAME (.4).	0.80	268.00
05/16/13	LM	CONTINUED REVIEW OF MORRISON COHEN TIME SHEETS FOR EXAMINER ISSUES.	6.00	1,650.00
05/16/13	MW	REVIEW 115 DOCUMENTS IN RMBS EXHIBIT DATABASE.	5.00	1,075.00
05/16/13	NS	CONFERENCE WITH R DAKIS, J REID, M WIATRAK RE: RMBS TRIAL PREPARATION ASSIGNMENTS (.4); MULTIPLE E-MAIL AND TELEPHONE COMMUNICATIONS WITH MORRISON FOERSTER RMBS TRIAL TEAM RE: DATABASE, AND OTHER TRIAL PREPARATION ISSUES (1.3).	1.70	807.50

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05/16/13	RKD	OFFICE CONFERENCE WITH J RIED, N SIEGEL AND MW REGARDING EXHIBITS AND GENERAL TRIAL PREPARATION (.4); CONTINUED REVIEW OF DESIGNATED DEPOSITION TRANSCRIPTS AND DEPOSITION EXHIBITS REFERENCED THEREIN (4.8); LEGAL RESEARCH REGARDING ADVERSE WITNESSES (.9); REVIEW PLAN TERM SHEET AND PLAN SUPPORT AGREEMENT (.7); EMAILS WITH JTM REGARDING TRIAL PREPARATION (.4); BEGIN REVIEWING DIRECTOR EXHIBITS IN ADVANCE OF J MACK TRIAL PREPARATION (1.3); O/C WITH JTM, DAP RE: DEPO ERRATA ISSUES, ANALYSIS (.7); O/C WITH JTM, DAP RE: WEST TESTIMONY (.6).	10.10	5,302.50
05/16/13	WMF	LEGAL RESEARCH CASELAW DEPOSITION TESTIMONY AT TRIAL THAT WAS CHANGED BY DEPONENT.	4.80	1,848.00
05/17/13	DAP	EMAIL CORRESPONDENCE JOHN MACK (.2); CONTINUE PREPARATION FOR RMBS TRIAL AND REVIEW EVIDENTIARY SUBMISSIONS IN PREP FOR JOHN MACK DIRECT (5.6).	5.80	3,335.00
05/17/13	JL	REVIEW DRAFT MINUTES (.2); EMAIL MC RE SAME (.1).	0.30	181.50
05/17/13	JPR	COORDINATE UPLOAD OF RMBS EXHIBITS TO RELATIVITY (.7); OC WITH RKD RE TRIAL PREP (.3).	1.00	370.00
05/17/13	JTM	CONTINUED PREP THROUGHOUT DAY FOR RMBS TRIAL INCLUDING REVIEWING DEPOSITION AND OTHER TRANSCRIPTS (3.7); REVIEW OF DISCOVERY MATERIAL DESIGNATED FOR BY ADVERSE PARTIES (4.2); REVIEW MEMORANDA AND LEGAL RESEARCH (2.5).	9.40	6,439.00
05/17/13	LM	REVIEW MORRISON COHEN TIME SHEETS AND COMPILE CHART, RE: MEETING AND TELEPHONE CONFERENCES WITH INDEPENDENT DIRECTORS.	4.50	1,237.50
05/17/13	MW	REVIEW ADDITIONAL 110 TRIAL EXHIBITS.	5.00	1,075.00
05/17/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.4); REVIEW BOARD RESOLUTIONS (.7).	2.10	1,197.00
05/17/13	RKD	OFFICE CONFERENCES WITH J REID REGARDING TRIAL PREPARATION AND EXHIBITS (.3); OFFICE CONFERENCES WITH NS REGARDING SAME AND EXAMINER'S REPORT (.3); BEGIN REVIEW OF TRIAL EXHIBITS (7.6).	8.20	4,305.00
05/17/13	WMF	CONTINUE RESEARCH REGARDING USING DEPOSITION TESTIMONY AT TRIAL THAT WAS CHANGED BY DEPONENT.	2.50	962.50

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05/18/13	JPR	COORDINATE LOADING OF RMBS EXHIBITS TO RELATIVITY (.3); COMMUNICATION WITH CASE TEAM AND VENDOR REGARDING DATA LOADS (.2).	0.50	185.00
05/18/13	JTM	CONTINUED REVIEW OF DEPOSITION TRANSCRIPTS FOR RMBS TRIAL AND PREP OF WEST AND MACK RE SAME.	6.20	4,247.00
05/18/13	RKD	EMAILS WITH J. REID REGARDING TRIAL EXHIBITS (.3); CONTINUE REVIEW OF TRIAL EXHIBITS (6.9).	7.20	3,780.00
05/19/13	JPR	EXECUTE RELATIVITY DATABASE SEARCHES AND EXPORT TO PDF FOR R. DAKIS.	2.00	740.00
05/19/13	JTM	PREP FOR RMBS TRIAL INCLUDING REVIEWING DEBTORS' MOTIONS AND OPPOSITION MATERIALS, EXPERT REPORTS, DEPO TRANSCRIPTS, REVIEW OF ALL EXHIBITS IDENTIFYING OR REFERENCING MOLDOVAN AND EMAILS WITH DAP AND RKD RE: TRIAL PREPARATION.	11.20	7,672.00
05/19/13	RKD	CONTINUE REVIEW OF TRIAL EXHIBITS (8.2); EMAILS WITH JTM AND DAP REGARDING TRIAL PREPARATION (.4); REVIEW ADDITIONAL J. MACK DOCUMENTS IN PREPARATION FOR J MACK TRIAL MEETINGS (1.7).	10.30	5,407.50
05/20/13	DAP	EMAIL CORRESPONDENCE WITH JTM AND RD REGARDING RMBS TRIAL PREPARATION ISSUES (.4); EMAIL FROM MOFO REGARDING SUBPOENA TO PAM WEST (.3); TELEPHONE CALL WITH PAM WEST (.2); REVIEW PRETRIAL SUBMISSIONS OF MBIA (.8); REVIEW PRIOR JOHN MACK TESTIMONY AND ALL EXHIBITS AND PREPARE OUTLINE FOR DIRECT TESTIMONY PREPARATION SESSION WITH JOHN MACK ON MAY 21 IN CONNECTION WITH UPCOMING RMBS 9019 TRIAL (8.5).	10.20	5,865.00
05/20/13	JL	TELEPHONE CALL WITH TAMMY W/MC RE MINUTES (.4); MEET WITH MC RE SAME (.7).	1.10	665.50
05/20/13	JPR	EXECUTE RELATIVITY DATABASE SEARCHES AND EXPORT TO PDF FOR R. DAKIS.	0.80	296.00
05/20/13	JTM	PREP FOR MEETING WITH JOHN MACK AND HIS PREP FOR TRIAL INCLUYDING REVIEW OF ALL MACK EXHIBITS AND DESIGNATIONS, NOTES, PRODUCED MATERIAL (6.5); REVIEW PRINCI SUPP DECLARATION RE MOTIONS TO STRIKE (.9); REVIEW AND COMMENT ON SUPPLEMENTAL TERM SHEET (3.2).	10.60	7,261.00
05/20/13	LM	REVIEW MORRISON COHEN TIME SHEETS AND COMPILE CHART, RE: MEETING AND TELEPHONE CONFERENCES WITH INDEPENDENT DIRECTORS.	4.50	1,237.50

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05/20/13	MC	REVIEW AND COMMENT ON BOARD MINUTES (.2); OC AND PHONE CALL WITH JL TO TAMMY HAMZEHPUR RE: SAME (.4); OC WITH JL RE SAME (.7).	1.30	741.00
05/20/13	NS	REVIEW OF MACK DOCUMENTS IDENTIFIED AS EXHIBITS FOR RMBS TRIAL (1.7); DRAFT CROSS-INDEXED CHART OF SAME (3.9).	5.60	2,660.00
05/20/13	RKD	REVIEW REVISED J. MACK DEPOSITION TESTIMONY IN PREPARATION FOR J. MACK PREP SESSIONS (2.9); REVIEW EXHIBITS CITED IN SAME (1.4); REVIEW REVISED J. MACK DIRECT TESTIMONY IN PREPARATION FOR SAME (1.7); REVIEW EXHIBITS CITED IN SAME (1.1); CONTINUE REVIEW OF EXHIBITS AND PLEADINGS IN PREPARATION FOR RMBS TRIAL (7.3).	14.30	7,507.50
05/20/13	WMF	COMPLETE RESEARCH MEMORANDUM DESCRIBING LAW RELEVANT TO FRCP 30(E).	3.70	1,424.50
05/21/13	DAP	PREPARE FOR MEETING WITH JOHN MACK (3.5); MEETING WITH JOHN MACK (5.0).	8.50	4,887.50
05/21/13	JTM	REVIEW OF PAM WEST MATERIAL INCLUDING TRANSCRIPTS, DOCUMENTS PRODUCED, DESIGNATIONS, NOTES BASED UPON HER DESIGNATION AS ADVERSE WITNESS BY UCC IN CONNECTION WITH RMBS TRIAL (8.1); MEETING WITH DAP AND JOHN MACK IN PREP FOR TRIAL (3.2); REVIEW ALLY COMMENTS TO SUPP TERM SHEET (1.3).	12.60	8,631.00
05/21/13	LM	DRAFTING CHART, RE: MEETING AND TELEPHONE CONFERENCES WITH INDEPENDENT DIRECTORS.	3.70	1,017.50
05/21/13	MC	REVIEW NOTES AND EMAIL CHAINS RE: BOARD MEETINGS AND MINUTES (1.4); REVIEW COURT FILINGS (1.8).	3.20	1,824.00
05/21/13	NS	CONFERENCE WITH M WATRACK RE: MACK RMBS TRIAL EXHIBITS (0.1); TRIAL PREPARATIONS RE: WEST RMBS TRIAL EXHIBITS (1.2).	1.30	617.50
05/21/13	RKD	CONTINUED REVIEW OF DOCUMENTS AND DEPOSITION TRANSCRIPTS IN PREPARATION FOR J. MACK TRIAL PREP (6.1); ATTEND PORTIONS OF J MACK TRIAL PREP (3.3).	9.40	4,935.00

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05/22/13	DAP	EMAIL CORRESPONDENCE WITH JOHN MACK (.3); REVIEW DEPOSITION MATERIALS AND PREPARE OUTLINE FOR MEETING WITH JOHN MACK (3.1); EMAIL TO TONY PRINCI RE: JOHN MACK DIRECT TESTIMONY DECLARATION (.6); O/C WITH JTM AND MC RE: COORDINATING MACK TRIAL PREPARATION (.4); TELEPHONE CALL WITH TONY PRINCI (.5); MEETING WITH JOHN MACK AND PREPARE FOR RMBS TRIAL (3.0).	7.90	4,542.50
05/22/13	JTM	REVIEW LATEST TURN OF PLAN SUPPLEMENT (1.7); CONTINUED REVIEW OF EXPERT MATERIAL AND WEST DOCUMENTS IN CONNECTION WITH RMBS TRIAL (4.2); OCS DAP, MC RE MACK TRIAL PREP AND COORDINATION OF SAME (.4); REVIEW BERKSHIRE MOTION TO UNSEAL (1.1); EMAIL BOARD RE SAME (.4).	7.80	5,343.00
05/22/13	MC	REVIEW COURT DOCUMENTS (2.4); O/C WITH JTM, DAP (.4).	2.80	1,596.00
05/22/13	NS	TRIAL PREPARATIONS RE: WEST RMBS TRIAL EXHIBITS.	4.70	2,232.50
05/22/13	RKD	CONTINUED REVIEW OF DOCUMENTS AND DEPOSITION TRANSCRIPTS IN PREPARATION FOR J. MACK TRIAL PREP (2.1); ATTEND J MACK TRIAL PREP (3.0); REVIEW RESPONSES TO MOTIONS IN LIMINE IN ADVANCE OF HEARING ON SAME (1.3); CONTINUE REVIEW AND ANALYSIS OF TRIAL EXHIBITS IN PREPARATION FOR TRIAL (4.9).	11.30	5,932.50
05/23/13	DAP	EMAIL CORRESPONDENCE WITH JAMIE LEVITT (.3); EMAIL CORRESPONDENCE TONY PRINCI (.3); TELEPHONE UPDATE CALL WITH INDEPENDENT DIRECTORS (.6).	1.20	690.00
05/23/13	JL	INDEPENDENT DIRECTOR CALL (.6); BOARD CALL (1.1).	1.70	1,028.50
05/23/13	JTM	CALLS WITH TANENBAUM RE GOVERNANCE ISSUES (.3); COMMUNICATIONS RE: TELEPHONIC INDEPENDENT BOARD DIRECTOR CALL (.2); T/C INDEPENDENT DIRECTOR RE GOVERNANCE ISSUES (.6); TELEPHONE CONFERENCE WITH RKD RE: PSA APPROVAL MOTION, RELATED DOCS (.9); BOARD CALL RE PSA AND STRATEGY GOING FORWARD (1.1); CONF. WITH DAP RE: PSA MOTION (.2).	3.30	2,260.50
05/23/13	MC	REVIEW PLAN SUPPORT AND RELATED COURT DOCUMENTS (2.7); PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.3) AND CALL WITH INDEPENDENT DIRECTORS (.6).	4.60	2,622.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
05/23/13	NS	PREPARE INSTRUCTIONS FOR E MILLER RE: CALENDARING TERM SHEET "MILESTONES" FOR RESCAP TEAM.	0.20	95.00
05/23/13	RKD	REVIEW MOTION TO APPROVE PLAN SUPPORT AGREEMENT AND RELATED DOCUMENTS (2.3); TELEPHONE CONFERENCE WITH JTM REGARDING SAME (.9); EMAILS WITH JTM AND INDEPENDENT DIRECTORS REGARDING TELEPHONIC MEETING OF INDEPENDENT DIRECTORS (.2); PARTICIPATE IN TELEPHONIC MEETING OF INDEPENDENT DIRECTORS (.6); PARTICIPATE ON BOARD CALL (1.1).	5.10	2,677.50
05/24/13	DAP	READ AND REV MOTION TO APPROVE PLAN SUPPORT AGREEMENT (1.0); CONF JTM RE: SAME (.2).	1.20	690.00
05/24/13	MC	O/C'S, T/C'S RE" STATUS OF CASE; CRO, INDEPENDENT DIRECTORS (.7); REVIEW COURT FILINGS (2.2).	2.90	1,653.00
05/28/13	EM	RECEIVE REVIEW AND DOCKET OF THE SCHEDULING ORDER ON THE RESCAP MATTER FOR THE TEAM. NOTICE TO ATTORNEY.	0.30	63.00
05/28/13	MC	REVIEW DRAFT MOTION TO APPROVE PSA AND FORM OF PSA.	2.00	1,140.00
05/29/13	JTM	OCS RD RE DOC PRESERVATION IN CONNECTION WITH MATERIALS NEEDED FOR CONFIRMATION AND HEARING ON PSA (.3); TELEPHONIC APPEARANCE AT COURT CONFERENCE RE PSA (1.7).	2.00	1,370.00
05/29/13	MC	PARTICIPATE IN TELEPHONIC STATUS CONFERENCE (1.9); O/C'S (.4).	2.30	1,311.00
05/29/13	RKD	PREPARE FOR (.3) AND REPRESENT INDEPENDENT DIRECTORS AT STATUS CONFERENCE DISCUSSING SETTLEMENT AND PLAN SUPPORT AGREEMENT (1.7).	2.00	1,050.00
05/31/13	JL	PARTICIPATE IN BOARD CALL.	0.60	363.00
05/31/13	MC	PARTICIPATION IN BOARD MEETING (.6); FOLLOW UP (.3).	0.90	513.00
TOTAL TASK CODE	B260	Board of Directors Matters	772.90	420421.50
GRAND TOTAL FEES			778.40	421,968.00
TOTAL FEES SERVICES				\$ 421,968.00

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
MW	MARIOLA WIATRAK	0.50	107.50
SUBTOTAL	B110 Case Administration	0.50	107.50
B160	Fee/Employment Applications		
NS	NEIL SIEGEL	1.40	665.00
MW	MARIOLA WIATRAK	3.60	774.00
SUBTOTAL	B160 Fee/Employment Applications	5.00	1,439.00
B260	Board of Directors Matters		
DL	DAVID LERNER	15.50	9,067.50
DAP	DAVID PIEDRA	139.20	80,040.00
JL	JACK LEVY	23.10	13,975.50
JTM	JOSEPH T. MOLDOVAN	207.50	142,137.50
MC	MICHAEL CONNOLLY	62.40	35,568.00
RKD	ROBERT K. DAKIS	171.20	89,880.00
NS	NEIL SIEGEL	16.00	7,600.00
WMF	WENDY M. FIEL	43.10	16,593.50
EM	EDWARD D. MILLER	0.30	63.00
JPR	JASON P. REID	14.50	5,365.00
KCH	KRISTINA CONCEPCION HORN	11.90	3,986.50
LM	LUCY MAHECHA	24.70	6,792.50
MW	MARIOLA WIATRAK	43.50	9,352.50
SUBTOTAL	B260 Board of Directors Matters	772.90	420,421.50
TOTAL FEES		778.40	421,968.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	0.50	107.50
B160	Fee/Employment Applications	5.00	1,439.00
B260	Board of Directors Matters	772.90	420,421.50
TOTAL FEES		778.40	421,968.00

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DATE: 07/18/13
INVOICE #: 237404

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOUR	VALUE
DL	DAVID LERNER	15.50	9,067.50
DAP	DAVID PIEDRA	139.20	80,040.00
JL	JACK LEVY	23.10	13,975.50
JTM	JOSEPH T. MOLDOVAN	207.50	142,137.50
MC	MICHAEL CONNOLLY	62.40	35,568.00
RKD	ROBERT K. DAKIS	171.20	89,880.00
NS	NEIL SIEGEL	17.40	8,265.00
WMF	WENDY M. FIEL	43.10	16,593.50
EM	EDWARD D. MILLER	0.30	63.00
JPR	JASON P. REID	14.50	5,365.00
KCH	KRISTINA CONCEPCION HORN	11.90	3,986.50
LM	LUCY MAHECHA	24.70	6,792.50
MW	MARIOLA WIATRAK	47.60	10,234.00
TOTAL FEES		778.40	421,968.00

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	1,922.64
E124	DOCUMENT REPRODUCTION SERVICES	15.00
E101	SC PHOTOCOPYING	193.55
E101	SC IN HOUSE VOLUME PRINTING	32.97
E101	SC IN HOUSE VOLUME COLOR PRINTING	1.75
E108	MAIL	0.46
E107	MESSANGER	95.75
	MEALS	278.28
	PROFESSIONAL FEES	1,673.14
	DATABASE SEARCH	4,265.28

TOTAL DISBURSEMENTS \$ 8,478.82

TOTAL BALANCE DUE FOR THIS PERIOD \$ 430,446.82

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TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF JUNE 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
06/03/13	NS	ANALYSIS OF NOTICE OF CONTINUED HEARING DATE AND EXTENDED OBJECTION DEADLINE FOR MOTION TO UNSEAL EXAMINER'S REPORT (.2); INSTRUCTIONS TO T. SULLIVAN TO CALENDAR BOTH DATES FOR RESCAP TEAM (.3).	0.50	237.50
06/03/13	TJS	REVIEW HEARING NOTICES FILED ON [6/3] (.3); EMAILS TO ATTORNEYS RE SAME (.1).	0.40	100.00
06/04/13	NS	ANALYSIS OF NEW RELEVANT PLEADINGS, AND NOTICE OF HEARINGS ON JUNE 6 (.4); FORWARD TO RESCAP TEAM WITH COMMENTS (.1).	0.50	237.50
06/05/13	TJS	PREPARE COURTCALL AND CALENDAR INVITATIONS FOR TEAM.	0.50	125.00
06/06/13	TJS	REVIEW HEARING NOTICES FILED ON [6/6] (.2); EMAILS TO ATTORNEYS RE SAME (.1).	0.30	75.00
06/07/13	NS	ANALYSIS OF MULTIPLE RECENTLY FILED PLEADINGS (.5); ORGANIZE AND FORWARD RELEVANT PLEADINGS TO RESCAP TEAM (.1).	0.60	285.00
06/10/13	NS	ANALYSIS OF MULTIPLE RECENTLY FILED PLEADINGS.	1.30	617.50
06/11/13	NS	REVIEW OF PLEADINGS FILED ON 6/4.	1.30	617.50
06/11/13	TJS	PREPARE CALENDAR INVITATIONS AND COURT CALL APPEARANCE FOR EMERGENCY HEARING.	0.40	100.00
06/12/13	JPR	SET UP FTP SITE FOR N. SIEGEL.	0.30	111.00
06/12/13	TJS	REVIEW HEARING NOTICES FILED ON [6/12] (.5); EMAILS TO ATTORNEYS RE SAME (.1).	0.60	150.00
06/13/13	TJS	REVIEW PLEADINGS FILED IN JSN ADVERSARY PROCEEDINGS AS PER R. DAKIS.	0.80	200.00
06/14/13	NS	ANALYSIS OF PLEADINGS FILED ON 6/14.	1.50	712.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/17/13	NS	ANALYSIS OF RECENTLY FILED PLEADINGS (.4); ORGANIZE AND FORWARD SAME TO RESCAP TEAM WITH COMMENT (.1).	0.50	237.50
06/18/13	NS	REVIEW OF RECENTLY FILED MOTION FOR RELIEF FROM STAY AND OTHER PLEADINGS (.5); SELECT AND ORGANIZE SET OF SPECIFIC PLEADINGS TO BE FORWARDED TO R. DAKIS (.1).	0.60	285.00
06/19/13	NS	REVIEW OF MULTIPLE RECENTLY FILED PLEADINGS (1.6); SELECT PLEADINGS RE: THE PSA TO BE IMMEDIATELY FORWARDED TO THE RESCAP TEAM (.1).	1.70	807.50
06/20/13	NS	ANALYSIS OF MULTIPLE ADDITIONAL PLEADINGS RESPONDING TO THE PSA MOTION AND OTHER ISSUES (5.4); DOWNLOAD PLEADINGS RE: THE PSA, THE MOTION TO UNSEAL THE EXAMINER'S REPORT, MULTIPLE CLAIMS OBJECTIONS AND OTHER MATTERS, FORWARD SAME TO THE RESCAP TEAM WITH COMMENTS (.2).	5.50	2,612.50
06/21/13	NS	REVIEW OF MULTIPLE RECENTLY FILED PLEADINGS (.7); FORWARD SAME TO THE RESCAP TEAM WITH COMMENT AS APPROPRIATE (.1).	0.80	380.00
06/24/13	NS	TELEPHONE CALL WITH CHAMBERS RE APPEARANCES (.3); REVIEW DOCKET (.1); ANALYSIS OF MULTIPLE ADDITIONAL PLEADINGS RESPONDING TO THE PSA MOTION AND OTHER ISSUES (2.5); FORWARD SAME TO THE RESCAP TEAM WITH COMMENTS (.1); TELEPHONE CALL WITH VENDOR RE: EXAMINER'S REPORT ISSUES (.1).	3.10	1,472.50
06/25/13	NS	ANALYSIS OF ADDITIONAL PLEADINGS, OTHER DOCS RESPONDING TO THE PSA MOTION AND OTHER ISSUES (2.4); REVIEW OF DOCKETS FOR MAIN CASE AND THE TWO MAIN ADVERSARY PROCEEDINGS (.2); FORWARD RELEVANT PLEADINGS, DOCKET EXCERPTS TO THE RESCAP TEAM WITH COMMENTS (.1); DRAFT BODY OF TRANSMITTAL LETTER FOR EXAMINER'S REPORT DISTRIBUTION (.4).	3.10	1,472.50
06/26/13	NS	EXPEDITE DISTRIBUTION OF EXTENSIVE EXAMINER'S REPORT VIA PRINTED COPIES (VENDOR INSTRUCTIONS AND CLARIFICATIONS - MULTIPLE COMMUNICATIONS) PLUS COMPUTER DOWNLOAD VIA FTP SITE FOLDER (.9); OBTAIN AVAILABLE EXAMINER'S REPORT (.1); REVISE TRANSMITTAL LETTERS (.4); MULTIPLE CLIENT AND IT STAFF COMMUNICATIONS RE: SOLVING COMPUTER DELIVERY / ACCESS ISSUES (8.2).	9.60	4,560.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/26/13	TJS	ASSIST IN PREPARATION OF EXAMINER'S REPORT FOR DISTRIBUTION PER N. SIEGEL.	4.20	1,050.00
06/27/13	NS	FOLLOW-UP COMMUNICATIONS, INSTRUCTIONS AND CLARIFICATIONS TO IT STAFF AND VENDOR IMPROVING COMPUTER ACCESS TO AND EXPEDITING DISTRIBUTION OF FULL EXAMINER'S REPORT VIA COMPUTER AND PRINTED FORM (5.6); DRAFT NEW TRANSMITTAL LETTERS (.3).	5.90	2,802.50
06/27/13	TJS	ASSIST IN PREPARATION OF EXAMINER'S REPORT FOR DISTRIBUTION PER J. MOLDOVAN AND N. SIEGEL.	3.50	875.00
TOTAL TASK CODE		B110 Case Administration	47.50	20123.50
TASK CODE		B160 Fee/Employment Applications		
06/03/13	NS	REVIEW TIME ENTRIES FOR PRIVILEGED MATERIAL TO REDACT SAME.	0.30	142.50
06/05/13	NS	REVIEW MULTIPLE APRIL TIME RECORDS RE: PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE OR REDACT ACCORDINGLY.	1.20	570.00
06/06/13	NS	REVIEW MULTIPLE APRIL TIME RECORDS RE: PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE OR REDACT AS NEEDED.	3.20	1,520.00
06/10/13	NS	REVIEW ADDITIONAL APRIL TIME RECORDS RE: PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE OR REDACT ACCORDINGLY AS NEEDED.	0.90	427.50
06/11/13	NS	REVIEW APRIL TIME ENTRIES FOR PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE AS NEEDED.	0.60	285.00
TOTAL TASK CODE		B160 Fee/Employment Applications	6.20	2945.00
TASK CODE		B260 Board of Directors Matters		
06/03/13	RKD	REVIEW MOTIONS AND PLEADINGS IN ADVANCE OF REPRESENTING DIRECTORS AT UPCOMING OMNIBUS HEARING (3.9); REVIEW STIPULATIONS RESOLVING CLAIMS WITH BANKING AUTHORITIES (.9); REVIEW DB SETTLEMENT PLEADINGS (1.2); CONTINUED REVIEW OF RELEASE PROVISIONS IN ADVANCE OF PROVIDING ADVICE TO DIRECTORS REGARDING SAME (.7); LEGAL RESEARCH REGARDING SAME (.7).	7.40	3,885.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/04/13	MC	REVIEW COURT FILINGS INCLUDING DEBTORS MOTION FOR ORDER TO SATISFY CERTAIN SECURED CLAIMS AND RELATED FILINGS.	4.50	2,565.00
06/04/13	RKD	REVIEW NEWLY FILED PLEADINGS IN PREPARATION FOR UPCOMING HEARINGS (1.4); LEGAL RESEARCH REGARDING SEALING EXAMINER REPORTS AND RELATED MATERIALS (.8); REVIEW PLEADINGS REGARDING JSB DISPUTE IN CONNECTION WITH ADVICE TO CLIENTS REGARDING SAME (5.4).	7.60	3,990.00
06/05/13	RKD	CONTINUE REVIEW OF JSB ADVERSARY DOCUMENTS IN ORDER TO ADVISE BOARD REGARDING SAME (6.3); EMAILS WITH T SULLIVAN REGARDING JSB HEARING(.4).	6.70	3,517.50
06/06/13	RKD	CONTINUED REVIEW OF VARIOUS LOAN AGREEMENTS IN CONNECTIONS WITH JSB ADVERSARY PROCEEDINGS (6.1); MONITOR STATUS CONFERENCE REGARDING SAME (.7).	6.80	3,570.00
06/07/13	RKD	PARTICIPATE IN BOARD CALL (1.4); EMAILS WITH JTM REGARDING BOARD CALL (.3); CONTINUED REVIEW AND ANALYSIS OF JSB MATERIALS IN CONNECTION WITH UPCOMING ADVERSARY PROCEEDING (4.4).	6.10	3,202.50
06/10/13	MC	REVIEW COURT FILINGS (3.6); REVIEW DRAFT DISCLOSURE STATEMENT, REVIEW MOFO SUMMARY OF SAME (.3).	3.90	2,223.00
06/10/13	RKD	REVIEW DRAFT DISCLOSURE STATEMENT (4.9); REVISIONS TO SAME (3.7).	8.60	4,515.00
06/11/13	DL	CONFS. DAP, MC, RD RE: D&O RELEASE.	0.50	292.50
06/11/13	DAP	REVIEW DRAFT OF DISCLOSURE STATEMENT (3.5); EMAIL CORRESPONDENCE RE: SAME (.3); DRAFT INSERT REGARDING D&O RELEASES FOR INSERT INTO DRAFT DISCLOSURE STATEMENT (1.5); CONFERENCE WITH DL RE D&O RELEASE (.1).	5.40	3,105.00
06/11/13	JTM	REVIEW AND COMMENT ON DRAFT DISCLOSURE STATEMENT.	4.30	2,945.50
06/11/13	MC	REVIEW AND COMMENT ON DRAFT DISCLOSURE STATEMENT (4.4); CONFERENCE WITH DL RE D&O RELEASES (.2).	4.60	2,622.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/11/13	RKD	REVIEW PAYDOWN MOTION AND RELATED PLEADINGS IN PREPARATION FOR OMNIBUS HEARING (1.9); CONTINUED REVIEW OF DRAFT DISCLOSURE STATEMENT (3.1); REVISIONS TO DISCLOSURE STATEMENT (1.4); EMAILS WITH DAP AND MC REGARDING SAME (.4); MONITOR STATUS CONFERENCE ON JSB ADVERSARY PROCEEDING (.4); EMAILS WITH NS REGARDING SAME (.2); CONFERENCE WITH DL RE D&O RELEASES (.2).	7.60	3,990.00
06/12/13	DAP	REVIEW DRAFT PLAN OF REORGANIZATION (1.5); CONF R. DAKIS REGARDING SAME (.3).	1.80	1,035.00
06/12/13	JTM	CALL WITH JIM TANENBAUM RE DIRECTOR ISSUES AND EXAMINER REPORT (.5); CALL WITH MOCO TEAM RE SAME (.4); REVIEW DRAFT OF UCC PLAN AND ANALYSIS OF RELEASE PROVISIONS (3.2).	4.10	2,808.50
06/12/13	MC	REVIEW REVISED DISCLOSURE STATEMENT.	2.30	1,311.00
06/12/13	RKD	ATTEND OMNIBUS HEARING (3.3); ATTEND ADVERSARY PROCEEDING STATUS CONFERENCES (1.6); O/C WITH DAP RE DISCLOSURE STATEMENT (.3); CONTINUED REVIEW OF DISCLOSURE STATEMENT (.6); EMAILS WITH JTM AND DAP REGARDING PLAN (.2).	6.00	3,150.00
06/13/13	DAP	TELEPHONE CALL WITH JENNIFER MARNES AT MOFO REGARDING DRAFT PLAN OF REORGANIZATION (.6); CONFERENCE WITH R. DAKIS RE: SAME (.4); DETAILED REVIEW OF PLAN OF REORGANIZATION (1.3); EMAIL EXCHANGE WITH R. DAKIS RE: PLAN (.1).	2.40	1,380.00
06/13/13	JTM	REVIEW MATERIALS FOR BOARD CALL INCLUDING AMENDED PSA (2.5); EMAIL EXCHANGE WITH R. DAKIS RE: PLAN (.1).	2.60	1,781.00
06/13/13	MC	REVIEW REVISED DRAFT OF DISCLOSURE STATEMENT (3.1); REVIEW BOARD MATERIALS (.8).	3.90	2,223.00
06/13/13	RKD	REVIEW PROVISIONS OF PLAN OF REORGANIZATION (1.2); OFFICE CONFERENCE WITH DAP REGARDING SAME (.4); TELEPHONE CONFERENCE WITH J. MARNES RE SAME (.3); CONTINUE REVIEW OF PLAN AS PER TELEPHONE CONFERENCE (3.1).	5.00	2,625.00
06/14/13	JTM	EMAILS FROM DAKIS RE BOARD CALL UPDATE (.2) REVIEW TRUSTEE LIMITED SUPPORT FOR BERKSHIRE UNSEALING MOTION (.3); REVIEW LATEST BLACKLINE OF DISCLOSURE STATEMENT INCORPORATING COMMENTS (1.7).	2.20	1,507.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/14/13	MC	PREPARATION FOR (.9) AND PARTICIPATION IN BOARD MEETING (1.6); REVIEW DRAFT DISCLOSURE STATEMENT (1.7).	4.20	2,394.00
06/14/13	RKD	PARTICIPATE IN BOARD CALL (1.7); DRAFT UPDATE EMAIL TO JTM (.4); CONTINUED REVISIONS TO PLAN OF REORGANIZATION TO INCORPORATE COMMENTS FROM MOCO (1.1).	3.20	1,680.00
06/17/13	DAP	REV. DEBTOR OMNIBUS CLAIMS OBJECTION (.3). O/C WITH J. MOLDOVAN, R. DAKIS RE: RECENT PLEADINGS AND FILINGS (.6).	0.90	517.50
06/17/13	JTM	REVIEW PLEADINGS AND FILINGS FROM PRIOR TEN DAYS RELATING TO DEBTOR'S MOTION AUTHORIZING IT TO SATISFY CERTAIN SECURED CLAIMS AND RELATED SUPPORTING MATERIALS, DEBTORS' MOTION TO CONTINUE USE OF CASH COLLATERAL, DEBTORS' AMENDED MOTION TO SATISFY SECURED CLAIMS, WILMINGTON TRUST'S MOTION FOR STANDING TO PROSECUTE CLAIMS ON BEHALF OF THE DEBTORS, US BANK'S MOTION SEEKING LIMITED DISCOVERY AND RELIEF FROM STAY IMPOSED BY FHFA ORDER, ALLY'S MOTION TO ENFORCE THE STAY IN THE ROTHSTEIN ACTION, VARIOUS STAY RELIEF MOTIONS, PWC INTERIM COMPENSATION MOTION, REVIEW SALE/CURE OBJECTIONS BY FGIC AND DB (9.2); OC RKD AND DAP RE SAME (.6).	9.80	6,713.00
06/17/13	MC	REVIEW RECENT COURT FILINGS.	2.80	1,596.00
06/17/13	RKD	CONFERENCE WITH J. MOLDOVAN, D. PIEDRA RE: RECENTLY FILED PLEADINGS.	0.60	315.00
06/18/13	DAP	CALL WITH INDEPENDENT DIRECTORS REGARDING STATUS AND UPDATE (1.2); CONFERENCE WITH R. DAKIS AND J. MOLDOVAN CONCERNING DISCLOSURE STATEMENT ISSUES CONCERNING RELEASES (.8); DRAFT DISCLOSURE STATEMENT REVISIONS AND COMMENTS (.8).	2.80	1,610.00
06/18/13	JTM	REVIEW PROPOSED DISCLOSURE STATEMENT (4.2); OC RKD AND DAP RE SAME (.8); CALL WITH INDEPENDENT DIRECTORS (1.1); REVIEW DEBTOR'S MOTION FOR APPROVAL OF FGIC SETTLEMENT, DEBTOR'S REPLY TO BERKSHIRE MOTION RE UNSEALING AND SECURED CLAIMS (2.1); CALLS WITH INDEPENDENT DIRECTORS RE FINANCIAL PRESENTATION (.6).	8.80	6,028.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/18/13	MC	PREPARATION FOR AND PARTICIPATION IN CONFERENCE CALLS W/ INDEPENDENT DIRECTORS (1.3); REVIEW COURT FILINGS (2.6).	3.90	2,223.00
06/18/13	RKD	CONFERENCE WITH D. PIEDRA AND J. MOLDOVAN RE: DISCLOSURE STATEMENT RELEASE DISCUSSION (.8).	0.80	420.00
06/19/13	DAP	CONFERENCE WITH JTM REGARDING MEETING WITH UCC REGARDING ESTATE FINANCIAL REPORTING ISSUES (.5); REVIEW NJ CARPENTER MOTION AND OTHER PLEADINGS REGARDING PSA APPROVAL MOTION (1.5).	2.00	1,150.00
06/19/13	JTM	PREPARE FOR MEETING, INCLUDING CONFERENCE WITH D. PIEDRA RE: FINANCIAL REPORTING ISSUES (.7); MEETING WITH DEBTORS AND UCC RE ESTATE ISSUES, CLAIMS, STATUS (2.4); REVIEW NJ CARPENTERS MOTION AND LATEST PLEADINGS INCLUDING OBJECTIONS TO ENTRY INTO THE PSA FILED BY NUMEROUS PARTIES FILED IN CONNECTION WITH REPORT TO INDEPENDENT DIRECTORS (4.7).	7.80	5,343.00
06/20/13	DAP	REVIEW RESPONSES TO PLAN SUPPORT AGREEMENT MOTION (2.0); CONFS WITH JTM REGARDING SAME (.4).	2.40	1,380.00
06/20/13	JTM	CONTINUED REVIEW OF OBJECTIONS TO PSA AND BERKSHIRE MOTION TO UNSEAL (3.8); CALLS WITH INDIES RE SAME (.6); OC'S WITH D. PIEDRA RE: OBJECTIONS TO PSA (.4).	4.80	3,288.00
06/20/13	MC	REVIEW COURT FILINGS (1.4); PREPARATION FOR BOARD MEETING (.5).	1.90	1,083.00
06/21/13	DAP	REVIEW OBJECTIONS TO MOTION TO APPROVE PLAN SUPPORT AGREEMENT (.8); CONFERENCE WITH JTM, MC AND RD REGARDING PSA APPROVAL HEARING, EXAMINER REPORT (1.4); REVIEW LATEST DRAFT OF PLAN AND DISCLOSURE STATEMENT RELEASE PROVISIONS (.5).	2.70	1,552.50
06/21/13	JTM	PREP FOR HEARING RE APPROVAL OF PSA (6.1); NUMEROUS CALLS THROUGHOUT DAY WITH INDEPENDENT DIRECTORS (1.4); AND OCS WITH CONNOLLY, PIEDRA, AND DAKIS RE PSA HEARING, IMPENDING EXAMINER REPORT, TOM MARRANO, FINANCIAL REPORTING, FTI AND STATE OF THE COMPANY (1.6); PREP OF MATERIALS AND AGENDA FOR BOARD CALL (1.7); TC LOU KRUGER RE SAME (.3).	11.10	7,603.50
06/21/13	MC	PREPARATION FOR BOARD MEETING (1.1); FOLLOW UP W/ INDEPENDENT DIRECTORS (.6); OFFICE CONFERENCES WITH D. PIEDRA, J. MOLDOVAN, R. DAKIS RE: PSA APPROVAL AND EXAMINER'S REPORT (1.6).	3.30	1,881.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/21/13	RKD	REVIEW OBJECTIONS TO PSA IN ADVANCE OF HEARING ON SAME (4.3); REVIEW SCHEDULING ORDER IN JSB ADVERSARY PROCEEDINGS (.9); OC'S WITH J. MOLDOVAN, D. PIEDRA, M. CONNOLLY RE: EXAMINER'S REPORT, PSA APPROVAL MOTION (1.6).	6.80	3,570.00
06/22/13	JTM	REVIEW BOARD MATERIAL RE KESSLER SETTLEMENT (.8); EMAILS PAM WEST, OTHER DIRECTORS RE SAME (.3).	1.10	753.50
06/23/13	DAP	REC/REV CORRESP. RE: EXAMINER REPORT WORK STREAMS FOR SUMMARY (.3).	0.30	172.50
06/23/13	JTM	REVIEW DRAFT DISCLOSURE STATEMENT (5.7); CONTINUED REVIEW OF OBJECTIONS TO PSA AND FGIC SETTLEMENTS (5.9).	11.60	7,946.00
06/24/13	DAP	BOARD OF DIRECTORS MEETING CONFERENCE CALL (1.5); MEETING WITH JTM, RD, WF REGARDING DISCLOSURE STATEMENT ISSUES (.5); REVIEW EMAIL FROM ALEX BARRAGE REGARDING REVISED DISCLOSURE STATEMENT (.3); REVIEW K&E COMMENTS TO DISCLOSURE STATEMENT AND DRAFT ADDITIONAL LANGUAGE REGARDING D&O RELEASES (1.0).	3.80	2,185.00
06/24/13	JPR	UPDATE RESCAP FTP INFO.	0.30	111.00
06/24/13	JTM	BOARD CALL RE UPCOMING PSA HEARING AND OTHER AGENDA ITEMS (1.6); CONTINUED REVIEW OF OBJECTIONS TO PSA AND ANALYSIS OF SAME ALSO STATEMENTS IN SUPPORT (6.3); CALL WITH LOU KRUGER RE BOARD ISSUES (.2); REVIEW MARKUP OF DISCLOSURE STATEMENT AND FOCUS ON D&O RELEASE (1.7); CONFERENCE WITH DAP, RKD, MC, WF, NS RE: DISCLOSURE STATEMENT ISSUES EXAMINER'S REPORT (.5).	10.30	7,055.50
06/24/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (2.0); REVIEW REVISED PLAN AGREEMENT (.9); OFFICE CONFERENCE WITH JTM, RKD AND OTHERS RE: EXAMINER'S REPORT AND DISCLOSURE STATEMENT ISSUES (.5).	3.40	1,938.00
06/24/13	NS	MEETING WITH J. MOLDOVAN, R. DAKIS, D. PIEDRA, W. FIEL RE: EXAMINER'S REPORT AND RELATED ISSUES.	0.50	237.50
06/24/13	RKD	CONTINUED REVIEW OF OBJECTIONS TO PSA (4.8); PARTICIPATE IN PART OF BOARD CALL ON SAME (.6); OFFICE CONFERENCE WITH JTM, MC, WF AND NS REGARDING REVIEW OF EXAMINER'S REPORT (.5).	5.90	3,097.50

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FOR PROFESSIONAL SERVICES RENDERED AS OF JUNE 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/24/13	WMF	CONFERENCE WITH JTM AND RKD REGARDING EXAMINER'S REPORT AND DISCLOSURE STATEMENT.	0.50	192.50
06/25/13	DAP	LEGAL RESEARCH CONCERNING CASELAW REGARDING CONSIDERATION FOR THIRD PARTY RELEASES (4.5); EMAIL CORRESPONDENCE WITH ALEX BARRAGE REGARDING K&E COMMENTS AND REVISIONS TO PLAN DISCLOSURE STATEMENT (1.0); DRAFT COMMENTS TO DISCLOSURE STATEMENT (1.8); CONFERENCES WITH JTM REGARDING SAME (.8).	8.10	4,657.50
06/25/13	JTM	CALLS WITH JONATHAN ILANY (.6) AND PAM WEST (.4) RE BOARD ISSUES AND PSA HEARING; REVIEW DP AND MC COMMENTS TO DISCLOSURE STATEMENT (.8); CONFERENCES WITH DAP RE: DISCLOSURE STATEMENT ISSUES AND COMMENTS (.8); PREP FOR HEARING ON PSA APPROVAL (4.2); REVIEW REVISED CIRCULATED DRAFTS OF DISCLOSURE STATEMENT (3.2); CONFERENCE WITH MC RE: DISCLOSURE STATEMENT ISSUE (.3).	10.10	6,918.50
06/25/13	MC	REVIEW COURT FILINGS (1.6); O/C'S WITH J. MOLDOVAN RE DISCLOSURE STATEMENT (.3).	1.90	1,083.00
06/26/13	DL	REVIEW EXAMINER'S REPORT.	2.00	1,170.00
06/26/13	DAP	RECEIVE AND BEGIN REVIEW OF EXAMINER REPORT (5.0); CONFERENCES WITH JOE MOLDOVAN REGARDING SAME (1.2).	6.20	3,565.00
06/26/13	JL	REVIEW EXAMINER'S REPORT (2.0); CONFERENCE WITH JTM RE: EXAMINER'S REPORT (.2).	2.20	1,331.00
06/26/13	JTM	APPEAR AT HEARING RE APPROVAL OF PSA ON BEHALF OF DIRECTORS, BERSHIRE UNSEALING MOTION, FGIC SETTLEMENT (4.4); REVIEW AND ANALYSIS OF EXAMINER REPORT (7.0); CONFERENCES WITH JL (.2); AND DAP RE: SAME (1.2).	12.80	8,768.00
06/26/13	MC	ATTENDANCE AT COURT HEARING ON PLAN SUPPORT AGREEMENT (4.4); REVIEW OF EXAMINERS REPORT (3.3).	7.70	4,389.00
06/26/13	RKD	ATTEND HEARING ON PSA APPROVAL TELEPHONICALLY (3.6); BEGIN REVIEW OF EXAMINER'S REPORT (3.9).	7.50	3,937.50
06/27/13	DL	REVIEW EXAMINER'S REPORT (1.8); CONF. JTM, MC, RD, JL, IG, DAP RE: SAME (1.2).	3.00	1,755.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/27/13	DAP	CONTINUE REVIEW OF EXAMINER REPORT (2.9); EMAIL CORRESPONDENCE WITH MOFO REGARDING PREPARING A SUMMARY OF REPORT TO INCLUDE IN DISCLOSURE STATEMENT (.6); BEGIN OUTLINE OF SUMMARY OF ALLEGED CLAIMS OF BREACH OF FIDUCIARY DUTY CONTAINED IN THE EXAMINER'S REPORT (1.0); CONFERENCES WITH JTM, RKD, ET AL RE: EXAMINER'S REPORT (1.2).	5.70	3,277.50
06/27/13	IG	CALL WITH J. MOLDOVAN ON TAX SHARING; CHECK EXAMINER'S REPORT RE: SAME.	1.30	903.50
06/27/13	JL	CONTINUE REVIEW OF EXAMINER REPORT (3.1); CONFERENCES MOLDOVAN, OTHERS RE: SAME (1.2).	3.60	2,178.00
06/27/13	JPR	MEETING WITH J. MOLDOVAN RE: DELIVERY OPTIONS FOR EXAMINER'S REPORT, UPLOAD EXAMINER'S REPORT TO YOUSENDIT.	0.90	333.00
06/27/13	JTM	CONTINUED REVIEW AND ANALYSIS OF EXAMINER'S REPORT (10.7); OCS MOCO TEAM RE SAME (1.2); TCS INDEPENDENT DIRECTORS RE SAME (1.7).	13.10	8,973.50
06/27/13	MC	REVIEW EXAMINER'S REPORT (4.8); OFFICE CONFERENCES WITH DL, DAP, JTM AND OTHERS RE: SAME (1.2).	6.00	3,420.00
06/27/13	RKD	CONTINUED REVIEW OF EXAMINER'S REPORT (1.6).	1.60	840.00
06/28/13	DL	BOARD CALL.	2.40	1,404.00
06/28/13	DL	REVIEW EXAMINER'S REPORT.	1.80	1,053.00
06/28/13	DAP	REVIEW LATEST DRAFT OF DISCLOSURE STATEMENT AND PLAN (4.0); EMAIL CORRESPONDENCE WITH MORRISON FOERSTER REGARDING PLAN AND DISCLOSURE STATEMENT COMMENTS (.8); DRAFT COMMENTS TO DISCLOSURE STATEMENT (1.8).	6.60	3,795.00
06/28/13	IG	PREPARE FOR MONDAY MEETING WITH GROUP ON EXAMINERS REPORT.	0.70	486.50
06/28/13	JL	BOARD CALL (2.0); INDEPENDENT DIRECTORS CALL (.8); CONTINUING REVIEW OF EXAMINERS REPORT SECTIONS (2.2).	4.60	2,783.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
06/28/13	JTM	CALL WITH LOU KRUGER RE BOARD ISSUES (.2); BOARD CALL RE PLAN AND DISCL STATEMENT, EXAMINER REPORT, STATUS OF PERFORMANCE, TOM MARRANO, DOJ REPORTING (2); REVIEW BOARD PACKAGE AND PRESENTATION MATERIALS IN CONNECTION WITH SAME (1.6); POST BOARD CALL MTG OF INDEPENDENT DIRECTORS RE BOARD ISSUES (.8) AND FOLLOW UP CALL WITH WEST AND ILANY (.6); CONTINUED REVIEW AND ANALYSIS OF EXAMINER REPORT (4.6); CALLS WITH DIRECTORS RE RE EXAMINER CONCLUSIONS (1.2); REVIEW JSN'S RESPONSIVE PLEADINGS TO DEBTORS' DEC MOTION RE LIENS (.7); REVIEW MATERIAL FOR INCLUSION IN DISCLOSURE STATEMENT RE DIRECTORS (.7).	12.40	8,494.00
06/28/13	MC	REVIEW EXAMINERS REPORT (2.6); REVIEW W&C LETTER (.2); PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.5); CONFERENCE CALL W/ INDEPENDENT DIRECTORS (.9).	5.20	2,964.00
06/29/13	DAP	ANALYSIS OF TAX ALLOCATION AGREEMENT ISSUES CONTAINED IN THE EXAMINER REPORT AND POTENTIAL FIDUCIARY DUTY ISSUES CONTAINED THEREIN.	4.00	2,300.00
06/29/13	JTM	REVIEW DRAFTS OF PLAN AND DISCLOSURE STATEMENT CONTAINING LATEST COMMENTS FROM ALL PARTIES INCLUDING INSERTS FOR MOCO AND INDIE INVOLVEMENT AND INSURANCE RELATED MATTERS (4.8); ANALYSIS OF EXAMINER FINDING FOR INCLUSION INTO PLAN AND DISCLOSURE STATEMENT (1.1).	5.90	4,041.50
06/29/13	MC	REVIEW EXAMINERS REPORT.	3.00	1,710.00
06/30/13	DAP	DRAFT SUMMARY OF EXAMINER REPORT ON CLAIMS OF BREACH OF FIDUCIARY DUTY AGAINST OFFICERS AND DIRECTORS FOR INCLUSION IN THE DISCLOSURE STATEMENT (8.5).	8.50	4,887.50
06/30/13	JTM	CONTINUED REVIEW OF EXAMINER REPORT (8.1); REVIEW MODIFICAITONS OF PLAN AND DISCLOSURE STATEMENT AND PREP COMMENTS TO SAME (3.1).	11.20	7,672.00
06/30/13	MC	REVIEW EXAMINERS REPORT.	2.90	1,653.00
TOTAL TASK CODE	B260	Board of Directors Matters	385.50	233023.50

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GRAND TOTAL FEES	439.20	256,092.00
TOTAL FEES SERVICES	\$	256,092.00

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
NS	NEIL SIEGEL	36.50	17,337.50
JPR	JASON P. REID	0.30	111.00
TJS	THOMAS J. SULLIVAN	10.70	2,675.00
SUBTOTAL	B110 Case Administration	47.50	20,123.50
B160	Fee/Employment Applications		
NS	NEIL SIEGEL	6.20	2,945.00
SUBTOTAL	B160 Fee/Employment Applications	6.20	2,945.00
B260	Board of Directors Matters		
DL	DAVID LERNER	9.70	5,674.50
DAP	DAVID PIEDRA	63.60	36,570.00
IG	ISAAC GROSSMAN	2.00	1,390.00
JL	JACK LEVY	10.40	6,292.00
JTM	JOSEPH T. MOLDOVAN	144.00	98,640.00
MC	MICHAEL CONNOLLY	65.40	37,278.00
RKD	ROBERT K. DAKIS	88.20	46,305.00
NS	NEIL SIEGEL	0.50	237.50
WMF	WENDY M. FIEL	0.50	192.50
JPR	JASON P. REID	1.20	444.00
SUBTOTAL	B260 Board of Directors Matters	385.50	233,023.50
TOTAL FEES		439.20	256,092.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	47.50	20,123.50
B160	Fee/Employment Applications	6.20	2,945.00

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TASK SUMMARY FOR FEES:

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B260	Board of Directors Matters	385.50	233,023.50
TOTAL FEES		439.20	256,092.00

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DL	DAVID LERNER	9.70	5,674.50
DAP	DAVID PIEDRA	63.60	36,570.00
IG	ISAAC GROSSMAN	2.00	1,390.00
JL	JACK LEVY	10.40	6,292.00
JTM	JOSEPH T. MOLDOVAN	144.00	98,640.00
MC	MICHAEL CONNOLLY	65.40	37,278.00
RKD	ROBERT K. DAKIS	88.20	46,305.00
NS	NEIL SIEGEL	43.20	20,520.00
WMF	WENDY M. FIEL	0.50	192.50
JPR	JASON P. REID	1.50	555.00
TJS	THOMAS J. SULLIVAN	10.70	2,675.00
TOTAL FEES		439.20	256,092.00

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	558.64
E101	SC COLOR PHOTOCOPYING	166.32
E101	SC IN HOUSE VOLUME COLOR PRINTING	157.15
E107	MESSANGER	115.25
	COURT SERVICES	469.40
	MISCELLANEOUS	4.99
	MEALS	435.67
	OUTSIDE VENDOR FEES	17,537.19

TOTAL DISBURSEMENTS \$ 19,444.61

TOTAL BALANCE DUE FOR THIS PERIOD \$ 275,536.61

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DATE: 10/24/13
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TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF JULY 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE B110		Case Administration		
07/01/13	NS	ANALYSIS OF DOCKETS, NEW PLEADINGS RE: PREPARING CASE UPDATE (1.9); DRAFT UPDATE (.6).	2.50	1,187.50
07/02/13	NS	REVIEW DOCKETS PLUS NEW PLEADINGS RE: PREPARING CASE UPDATE (.2); DRAFT UPDATE (.5).	0.70	332.50
07/08/13	NS	ANALYSIS OF SIGNIFICANT NEW PLEADINGS AND NOTICES OF ALTERED HEARING DATES (.6); FORWARD WITH COMMENT AS NEEDED (.1).	0.70	332.50
07/08/13	TJS	REVIEW AND REVISE CASE DOCKET PER R. DAKIS.	0.80	200.00
07/09/13	NS	ANALYSIS OF SIGNIFICANT NEW PLEADINGS (.1); FORWARD SAME WITH COMMENT AS NEEDED (.1).	0.20	95.00
07/09/13	TJS	REVIEW NEW PLEADINGS AND UPDATE PLEADING CHARTS PER R. DAKIS.	0.50	125.00
07/10/13	NS	REVIEW SIGNIFICANT NEW PLEADINGS FILED ON 7/10 (.1); FORWARD WITH COMMENT AS NEEDED (.1).	0.20	95.00
07/10/13	TJS	UPDATE DOCKET AND CALENDAR PER R. DAKIS.	0.50	125.00
07/11/13	NS	ANALYSIS OF PLEADINGS FILED 7/11, FORWARD WITH COMMENT AS NEEDED.	0.10	47.50
07/11/13	TJS	REVIEW DOCKET ENTRIES FILED ON 7/11 [7/12] AND UPDATE DOCKET PER R. DAKIS.	0.50	125.00
07/12/13	TJS	REVIEW DOCKET ENTRIES FILED ON 7/11 [7/12] AND UPDATE DOCKET PER R. DAKIS.	0.50	125.00
07/16/13	NS	ANALYSIS OF 39 RECENTLY FILED PLEADINGS AND OTHER DOCUMENTS RE: SIGNIFICANCE, NEED (OR NOT) FOR IMMEDIATE DISTRIBUTION TO TEAM.	0.40	190.00
07/16/13	TJS	REVIEW NEWLY FILED PLEADINGS AND ALERT ATTORNEYS AS NEEDED.	0.60	150.00
07/17/13	NS	REVIEW CASE MANAGEMENT ORDER, SCHEDULING HEARING AND AGENDA.	0.10	47.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/17/13	TJS	REVIEW DOCKET ENTRIES FILED ON 7/11 [7/12] AND UPDATE DOCKET PER R. DAKIS.	0.60	150.00
07/18/13	TJS	REVIEW DOCKET ENTRIES FILED ON 7/11 [7/12] AND UPDATE DOCKET PER R. DAKIS.	0.60	150.00
07/19/13	TJS	REVIEW DOCKET ENTRIES FILED ON 7/11 [7/12] AND UPDATE DOCKET PER R. DAKIS.	0.90	225.00
07/22/13	TJS	REVIEW PLEADINGS FILED [7/22] AND ALERT ATTORNEY ACCORDINGLY.	0.50	125.00
07/23/13	TJS	REVIEW PLEADINGS FILED [7/23] AND ALERT ATTORNEY ACCORDINGLY.	1.90	475.00
07/25/13	NS	ANALYSIS OF NEWLY FILED PLEADINGS, RELATED DOCUMENTS RE: MOCO TEAM PREPARATION FOR UPCOMING HEARINGS.	0.20	95.00
07/25/13	TJS	REVIEW PLEADINGS FILED [7/25] AND ALERT ATTORNEY ACCORDINGLY.	0.70	175.00
07/26/13	NS	REVIEW OF NEWLY FILED PLEADINGS, RELATED DOCUMENTS RE: MOCO TEAM PREPARATION FOR UPCOMING HEARINGS.	0.20	95.00
07/26/13	TJS	REVIEW PLEADINGS FILED [7/26] AND ALERT ATTORNEY ACCORDINGLY.	1.00	250.00
07/29/13	NS	REVIEW NEWLY FILED PLEADINGS, RELATED DOCUMENTS RE: MOCO TEAM PREPARATION FOR UPCOMING HEARINGS.	0.10	47.50
TOTAL TASK CODE	B110	Case Administration	15.00	4965.00
TASK CODE	B160	Fee/Employment Applications		
07/08/13	NS	ANALYSIS OF TIME ENTRIES FOR PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE AS NEEDED.	1.50	712.50
07/09/13	NS	REVIEW OF TIME ENTRIES FOR PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE AS NEEDED.	2.30	1,092.50
07/09/13	NS	CONFERENCE WITH R. DAKIS, T. SULLIVAN RE: TASK ALLOCATIONS FOR UPCOMING FEE APPLICATION DRAFTING.	0.30	142.50
07/09/13	TJS	MEET WITH RKD, NS RE: FEE APPLICATION.	0.40	100.00
07/10/13	NS	REVIEW MAY TIME RECORDS FOR DISCLOSURES OF PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE AS NECESSARY.	3.30	1,567.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/11/13	NS	BEGIN DRAFTING NARRATIVE FOR THIRD INTERIM FEE APPLICATION.	3.60	1,710.00
07/12/13	NS	WORK ON NARRATIVE FOR THIRD INTERIM FEE APPLICATION.	0.80	380.00
07/17/13	NS	DRAFT PORTIONS OF THIRD INTERIM FEE APPLICATION.	1.20	570.00
07/17/13	TJS	PREPARE FEE APPLICATION SPREADSHEET PER R. DAKIS.	0.30	75.00
07/18/13	NS	DRAFT PORTIONS OF THIRD INTERIM FEE APPLICATION.	3.70	1,757.50
07/19/13	TJS	PREPARE FEE APPLICATION SPREADSHEET PER R. DAKIS.	0.40	100.00
07/23/13	TJS	PREPARE FEE APPLICATION SPREADSHEET PER R. DAKIS.	0.60	150.00
07/25/13	TJS	CONTINUE DRAFTING SPREADSHEET OF DISBURSEMENTS FOR FEE APPLICATION.	0.40	100.00
07/26/13	TJS	FINALIZE APPLICATION DISBURSEMENT SPREADSHEET.	0.30	75.00
07/30/13	NS	DRAFT ADDITION TO THIRD FEE APPLICATION RE: PLAN MEDIATION SERVICES.	5.80	2,755.00
07/31/13	NS	ANALYSIS OF TIME RECORDS RE: PRIVILEGED OR CONFIDENTIAL INFORMATION, REDACT OR REVISE AS NEEDED.	0.40	190.00
TOTAL TASK CODE	B160	Fee/Employment Applications	25.30	11477.50
TASK CODE	B260	Board of Directors Matters		
07/01/13	DAP	DRAFT SUMMARY OF EXAMINER REPORT REGARDING BREACH OF FIDUCIARY DUTY CLAIMS AND RELATING TO TAX ALLOCATION AGREEMENT (6.5); EMAIL CORRESPONDENCE A. VASILU AND J. LEVITT OF MOFO REGARDING EXAMINER REPORT (.7); OFFICE CONFERENCE WITH JTM, MC, IG, JL CONCERNING TAX ALLOCATION AGREEMENT IN EXAMINER REPORT (.8); REVIEW REVISED DRAFT PLAN AND DISCLOSURE STATEMENT REGARDING D&O RELEASES AND CONSIDERATION (1.2).	9.20	5,290.00
07/01/13	IG	PREPARE (.1) AND MEET WITH GROUP, JL, JTM, DP, MC RE TAX ALLOCATION AGREEMENT (.8).	0.90	625.50
07/01/13	JL	INTERNAL CONFERENCE RE TAX ALLOCATION PART OF EXAMINER REPORT (.8); REVIEW MOFO SUMMARY (.4); REVIEW PORTIONS OF PLAN DOCUMENT (1.0); CONFERENCES WITH JTM (.2); AND MC RE SAME (.1).	2.50	1,512.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/01/13	JTM	REVIEW LATEST REVISIONS OF PLAN AND DISCLOSURE STATEMENT AND PROVIDE REVISIONS AND COMMENTS TO SAME (6.0); MEETING RE TAX ALLOCATION ISSUES RAISED BY EXAMINER WITH GROSSMAN, LEVY, CONNOLLY (.8); CONTINUED REVIEW OF EXAMINER REPORT IN CONNECTION WITH PREP OF MATERIAL FOR DISCLOSURE STATMENT AND PLAN (6.9); CONFERENCE WITH J. LEVY RE: PLAN ISSUE (.2).	13.90	9,521.50
07/01/13	MC	REVIEW AND COMMENT ON SUMMARIES TO EXAMINERS REPORT (4.1); RESPOND TO INDEPENDENT DIRECTOR QUESTIONS (.6); CONFERENCE WITH MOCO TEAM RE: TAX ALLOCATION ISSUE (.8).	5.50	3,135.00
07/01/13	NS	REVIEW PORTIONS OF EXAMINER REPORT RE: INDEPENDENT DIRECTORS' (3.1).	3.10	1,472.50
07/02/13	DAP	REVIEW AFI PROPOSED INSERT FOR DISCLOSURE STATEMENT REGARDING EXAMINER REPORT (.7); EMAIL CORRESPONDENCE J. LEVITT OF MOFO (.3); REVIEW REVISED DISCLOSURE STATEMENT AND PLAN REGARDING D&O RELEASES (3.7); TELEPHONE CALL WITH L. MARINUZZI REGARDING PLAN (.3); EMAIL CORRESPONDENCE L. MARINUZZI (.4); PREPARE REVISED PLAN COMMENTS (1.5); CONF J. MOLDOVAN REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (.4); REC/REV MATERIALS FOR BOARD OF DIRECTORS MEETING (.8).	8.10	4,657.50
07/02/13	IG	CHECK MOFO SUMMARY RE: TAX ISSUE.	0.40	278.00
07/02/13	JL	REVIEW PREPARED DILIGENCE RE EXAMINER'S REPORT (.7); CONFERENCE WITH MC RE SAME (.3); CONFERENCES WITH JTM AND DP RE SAME (.6).	1.60	968.00
07/02/13	JPR	COORDINATE MIGRATION OF RELATIVITY DATABASE FROM VENDOR TO INTERNAL ENVIRONMENT.	0.20	74.00
07/02/13	JTM	CONTINUED REVIEW AND REVISIONS TO PLAN AND DISCLOSURE STATEMENT (3.9); OCS WITH CONNOLLY, PIEDRA, LEVY RE SAME AND EXAMINER FINDINGS (1.1); REVIEW PORTIONS OF EXAMINER REPORT IN CONNECTION WITH PROVIDING DISCLOSURE (4.8); EMAILS DEBTORS COUNSEL RE SAME (.5); CALLS WITH DIRECTORS WEST AND ILANY RE PLAN ISSUES (.8).	11.10	7,603.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/02/13	MC	REVIEW AND COMMENT ON SUMMARY OF EXAMINER'S REPORT FOR DISCLOSURE STATEMENT (2.4); REVIEW REVISED DRAFT OF CHAPTER 11 PLAN (1.8); OC WITH J. LEVY RE: EXAMINER'S REPORT (.3); CONFERENCE WITH JTM RE: DISCLOSURE STATEMENT AND EXAMINER'S REPORT (.4).	4.90	2,793.00
07/03/13	DAP	PARTICIPATE IN BOARD OF DIRECTORS MEETING (.7); REVIEW REVISED PLAN AND DISCLOSURE STATEMENT (1.5); CONFERENCES WITH J. MOLDOVAN, M. CONNOLLY, J. LEVY RE: SAME (.9); ATTEND MEETING AT OFFICES OF MORRISON FOERSTER TO FINALIZE PLAN AND DISCLOSURE STATEMENT FOR FILING (6.4).	9.50	5,462.50
07/03/13	JL	OFFICE CONFERENCES WITH DAP, MC, JTM RE: REVISIONS TO PLAN AND DISCLOSURE STATEMENT.	0.90	544.50
07/03/13	JTM	REVIEW AND MODIFICATIONS TO PLAN AND DISCLOSURE STATEMENT (3.2) MEETING AT MOFO WITH ALL PARTIES INCLUDING DEBTORS AND UCC TO FINALIZE PLAN AND DISCLOSURE STATEMENT (6.4); CALLS TO INDEPENDENT DIRECTORS RE PLAN ISSUES (.7); OCS DAP, MC, JL RE LANGUAGE ISSUES IN CONNECTION WITH PLAN AND DISCLOSURE STATEMENT (.9); CONFERENCE WITH R. DAKIS RE: EXAMINER'S REPORT AND CASE STATUS (.3).	11.50	7,877.50
07/03/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (.8); DRAFT AND CIRCULATE BOARD CONSENTS FOR APPROVAL (1.4); REVIEW AND COMMENT ON REVISED DRAFT OF CHAPTER 11 PLAN (1.6); CORRESPONDENCE (.4); CONFERENCES WITH JTM, DAP, JL RE: PLAN DISCLOSURE STATEMENT REVISIONS (.9).	5.10	2,907.00
07/08/13	DAP	REVIEW MOTION TO APPROVE DISCLOSURE STATEMENT (1.5); CONF R. DAKIS RE SAME (.3)	1.80	1,035.00
07/08/13	JTM	RESCAP TEAM CALL RE ALL PENDING MATTERS (.6); CONFERENCE WITH RKD RE: EXAMINER'S REPORT STATUS (.3).	0.90	616.50
07/08/13	MC	REVIEW COURT FILINGS	2.10	1,197.00
07/08/13	NS	CONFERENCE WITH JTM, RKD RE: POTENTIAL/UPCOMING CASE DEVELOPMENTS.	0.20	95.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/08/13	RKD	REVIEW DOCUMENTS AND PLEADINGS FILED OVER PAST WEEK (3.8); OFFICE CONFERENCE WITH JTM REGARDING CASE STATUS AND EXAMINER'S REPORT (.3); OFFICE CONFERENCE WITH DAP RE SAME (.3); CONTINUED REVIEW OF DIRECTOR ISSUES IN EXAMINER'S REPORT AND RELATED RESEARCH (3.9).	8.30	4,357.50
07/09/13	JTM	COURT CONFERENCE RE JSN AND DEBTOR DISCOVERY AND SCOPE ISSUES IN CONNECTION WITH JSN TRIAL AND CONFIRMATION (1.4); REVIEW PLAN AND RELATED MATERIALS FOR DISCUSSION WITH BOARD (2.9); CONFERENCE WITH MC RE: PLAN QUESTION (.2).	4.50	3,082.50
07/09/13	MC	REVIEW COURT FILINGS (2.4); O/C WITH JTM RE: PLAN ISSUE (.2).	2.60	1,482.00
07/09/13	RKD	LEGAL RESEARCH FOLLOWING UP ON EXAMINER DISCUSSION OF DIRECTOR CONDUCT (6.2); REVIEW EXAMINER REPORT DISCUSSION OF TAX ISSUES (1.4).	7.60	3,990.00
07/10/13	DAP	CONFERENCE WITH JTM, NS, WF RE: STATUS PREPARING DISCLOSURE STATEMENT RESPONSE SECTIONS.	0.80	460.00
07/10/13	JTM	ATTENDANCE AT RESCAP OMNIBUS HEARING (2); MEETING RE PREP FOR DISCLOSURE STATEMENT RESPONSES WITH DAP, WF AND NS (.8); REVIEW DISCL STMT AND PLAN AS FILED (4.2); ANALYSIS OF NON CONSENSUAL RELEASE CASES AND MATERIAL (2.8).	9.80	6,713.00
07/10/13	MC	RESPOND TO REQUEST FOR INFORMATION FROM GENERAL COUNSEL'S OFFICE (1.1); REVIEW COURT FILINGS (2.3).	3.40	1,938.00
07/10/13	NS	CONFERENCE WITH JTM, DAP, WF RE: RESEARCH ASSIGNMENT ALLOCATION ON KEY DISCLOSURE STATEMENT ISSUE.	0.40	190.00
07/10/13	RKD	PREPARE FOR (1.1) AND PARTICIPATE IN OMNIBUS HEARING INCLUDING JSN STATUS CONFERENCE (2.1); REVIEW ISSUES RELATED TO LIENS BY JSNS IN CONNECTION WITH SAME (3.3).	6.50	3,412.50
07/10/13	WMF	CONFERENCE WITH J. MOLDOVAN, D. PIEDRA AND N. SIEGEL REGARDING CASE UPDATE AND PLAN RELEASES RE: PLAN.	0.80	308.00
07/11/13	JTM	REVIEW RS MATERIAL RE DISCLOSURE STATEMENT AND CONFIRMATION ISSUES RE DIRECTORS (6.1); REVIEW EXAMINER REPORT IN CONNECTION WITH PLAN MATTERS AND DIRECTORS (2.9).	9.00	6,165.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/16/13	MC	ANALYSIS OF COURT FILINGS (1.9); CONFERENCES WITH JL RE: EXAMINER'S REPORT ON TAX ALLOCATION ISSUES (.7).	2.60	1,482.00
07/16/13	NS	RESEARCH ARTICLES ON NON-CONSENSUAL THIRD PARTY RELEASES IN CHAPTER 11 PLANS (0.7).	0.70	332.50
07/16/13	RKD	REVIEW DRAFT MEMORANDUM SUMMARIZING EXAMINER'S CONCLUSIONS (1.9); REVIEW RESEARCH CITED THEREIN (3.6).	5.50	2,887.50
07/16/13	WMF	LEGAL RESEARCH RE: RELEASES (7.7); CONFERENCE WITH JTM RE: SAME (.8).	8.50	3,272.50
07/17/13	JTM	ATTEND FGIC CONFERENCE (1.4); REVIEW MATERIALS IN CONNECTION WITH EXAMINER REPORT FOR DISCLOSURE AND CONFIRMATION HEARINGS FOCUS ON TAX ALLOCATION (6.3)	7.70	5,274.50
07/17/13	MC	REVIEW NEW DOCKET ENTRIES.	2.60	1,482.00
07/17/13	NS	REVIEW PUBLISHED LEGAL ARTICLES ON NON-CONSENSUAL THIRD PARTY RELEASES IN CHAPTER 11 PLANS.	1.40	665.00
07/17/13	RKD	LEGAL RESEARCH IN CONNECTION WITH SUMMARY AND RESPONSE TO EXAMINER REPORT DISCUSSION OF CLAIMS (6.1).	6.10	3,202.50
07/17/13	WMF	CONTINUED RESEARCH OF CASES REGARDING PLAN RELEASES.	8.30	3,195.50
07/18/13	JTM	EMAIL EXCHANGES WITH CLIENTS RE BOARD AGENDA AND DEPOSITIONS (.6); REVIEW MOTION TO APPROVE JSN MEDIATION ORDER (.8); REVIEW JSN MOTION TO DISQUALIFY AND ANALYSIS OF SAME (5.3).	6.70	4,589.50
07/18/13	MC	REVIEW JSN DISQUALIFICATION MOTION AND RELATED DOCUMENTS	2.70	1,539.00
07/18/13	RKD	CONTINUED LEGAL RESEARCH REGARDING SUMMARIES AND RESPONSES TO EXAMINER'S REPORT.	4.60	2,415.00
07/18/13	WMF	CONTINUED RESEARCH OF CASES IN SECOND CIRCUIT AND OTHER CIRCUITS REGARDING PLAN RELEASES.	7.50	2,887.50
07/19/13	DL	CONFS. WITH JTM, JL, MC, DAP, RD RE: JSN MOTION (.4); REVIEW MOTION (1.2).	1.60	936.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/19/13	DAP	REVIEW MEMO FROM MOFO REGARDING RESPONSE TO EXAMINER REPORT (.8); CONF JTM RE: MOFO MEMORANDUM (.3); CONF JTM, JL, DL, MC, RD CONCERNING INDEPENDENT DIRECTOR RESPONSE TO MOTION BY JSN RE: CONFLICT (1.0)	2.10	1,207.50
07/19/13	JL	BOARD CALL (1.0); MOCO TEAM INTERNAL CONFERENCES RE JSN MOTION (.8).	1.80	1,089.00
07/19/13	JTM	BOARD CALL (1); CALLS AND MEETINGS THROUGHOUT DAY RE JSN MOTION TO DISQUALIFY (3.1); EMAIL TO BOARD RE COURT ORDER RE JSN MOTION (.5); CONTINUED ANALYSIS OF JSN MOTION TO DISQUALIFY AND CASE IMPACT (.7); REVIEW ALL CASES IN CONNECTION WITH SAME (3.8); CALL WITH MOFO AND CURTIS MALLETT RE RESPONSE STRATEGY (.9).	10.00	6,850.00
07/19/13	MC	PREPARATION FOR (.4) AND PARTICIPATION IN BOARD MEETING (.9); REVIEW JUNIOR SECURED NOTE HOLDER MOTION PAPERS (1.7); O/C'S WITH MOCO TEAM RE: SAME (.4).	3.40	1,938.00
07/19/13	NS	RESEARCH RE: RELEASES IN PLANS (COORDINATED WITH WF RESEARCH).	9.30	4,417.50
07/19/13	RKD	REVIEW MOTION FROM JSN'S TO DISQUALIFY COUNSEL AND HAVE DIRECTORS REMAINS NEUTRAL (1.4); REVIEW CASES CITED THEREIN (2.9); TELEPHONE CONFERENCES THROUGHOUT DAY WITH J. MOLDOVAN, J. LEVY, D. LERNER, D. PIEDRA REGARDING RESPONSES TO SAME (1.9).	6.20	3,255.00
07/19/13	WMF	FURTHER RESEARCH REGARDING PLAN RELEASES.	3.80	1,463.00
07/19/13	WMF	DRAFT MEMORANDUM SUMMARIZING RESEARCH REGARDING PLAN RELEASES.	4.80	1,848.00
07/21/13	JTM	CONTINUED ANALYSIS OF JSN DISQUALIFICATION MOTION AND RELATED MATERIALS.	3.80	2,603.00
07/21/13	NS	CONTINUED RESEARCH RE: RELEASES IN PLANS.	0.80	380.00
07/22/13	JL	CONFERENCE WITH JTM RE TAX ALLOCATION/HEDGE ISSUES.	0.40	242.00
07/22/13	JTM	WEEKLY STRATEGY AND STATUS CALL WITH MOFO ON ALL OPEN MATTERS (.5); CONTINUED ANALYSIS OF PLAN ISSUES RE TAX ALLOCATION (6.2).	6.70	4,589.50
07/22/13	MC	REVIEW WORKING REPORT AND DOCKET (.7); REVIEW COURT PAPERS (2.4).	3.10	1,767.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/22/13	NS	FURTHER RESEARCH RE: PLAN RELEASES.	9.80	4,655.00
07/22/13	RKD	CONTINUED REVIEW OF JSN MOTION TO DISQUALIFY AND RELATED RESEARCH (1.4); CONTINUED RESEARCH IN CONNECTION WITH RESPONSE TO EXAMINER MOTION (4.9).	6.30	3,307.50
07/22/13	WMF	FOLLOW UP RESEARCH OF CASELAW CONCERNING RELEASES.	6.80	2,618.00
07/22/13	WMF	CONTINUED DRAFTING OF MEMO RELEASES WITH REGARD TO PLAN CONFIRMATION.	4.00	1,540.00
07/23/13	DAP	REVIEW DRAFT RESP/OBJ TO JSN DISQUALIFICATION MOTION.	0.80	460.00
07/23/13	JTM	EMAIL DIRECTORS RE JSN MOTION AND COURT HEARING RE SAME (.4); REVIEW DRAFT OF DEBTORS' OBJECTION TO JSN MOTION RE: DISQUALIFICATION (3.1); REVIEW MATERIAL IN CONNECTION WITH EXAMINERS REPORT FOR DISCLOSURE STATEMENT ISSUES (2.4).	5.90	4,041.50
07/23/13	MC	REVIEW DOCKET ITEMS (.7); RESPOND TO INDEPENDENT DIRECTORS INQUIRIES (.4)	1.10	627.00
07/23/13	NS	RESEARCH SECOND CIRCUIT LAW ON NON-CONSENSUAL THIRD PARTY RELEASES IN PLANS.	9.50	4,512.50
07/23/13	RKD	EDIT RESPONSE TO EXAMINER REPORT TO INCORPORATE ADDITIONAL RESEARCH.	1.70	892.50
07/23/13	WMF	CONTINUED RESEARCH OF CASELAW CONCERNING RELEASES WITH REGARD TO PLAN CONFIRMATION.	5.50	2,117.50
07/23/13	WMF	DRAFT MEMORANDUM SUMMARIZING CASES ADDRESSING RELEASES WITH REGARD TO PLAN CONFIRMATION.	3.50	1,347.50
07/24/13	IG	CALL WITH R. DAKIS ON MOFO MEMO (.3); CHECK MOFO MEMO (.2).	0.50	347.50
07/24/13	JL	CONFERENCE MC RE INDEPENDENT BOARD COMPENSATION ISSUES.	0.40	242.00
07/24/13	JTM	REVIEW RESPONSE TO JSN DISQUALIFICATION MOTION (1.2); CALL WITH MOFO RE SAME AND CURTIS (1); TC DIRECTOR WEST RE SAME (.40); TC TANNENBAUM RE OPEN ISSUES (.2).	2.80	1,918.00
07/24/13	KCH	FOLLOW UP LEGAL RESEARCH RE: PLAN RELEASES PER W. FIEL.	0.20	67.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/24/13	MC	T/C'S, CORRESPONDENCE WITH JL RE: BOARD COMPENSATION QUESTIONS (.4); REVIEW COMPENSATION DATA (1.4).	1.80	1,026.00
07/24/13	NS	RESEARCH SECOND CIRCUIT LAW ON RELEASES IN PLANS (3.7); DRAFT SECTIONS OF MEMO RE: SAME (3.3).	7.00	3,325.00
07/24/13	RKD	TELEPHONE CONFERENCE WITH I GROSSMAN REGARDING RESPONSE TO TAX ISSUES IN EXAMINER'S REPORT (.3); REVISE MEMO RESPONSE TO EXAMINER'S REPORT TO INCORPORATE I GROSSMAN'S COMMENTS (1.3); EMAIL WITH J LEVITT REGARDING SAME (.2).	1.80	945.00
07/24/13	WMF	CONTINUED DRAFTING OF MEMORANDUM SUMMARIZING CASES ADDRESSING RELEASES PLAN.	7.50	2,887.50
07/24/13	WMF	CONTINUED RESEARCH RE: PLAN RELEASES.	4.00	1,540.00
07/25/13	JL	CONF MC (.3); AND TC TAMMY RE INDEPENDENT DIRECTOR COMPENSATION (.3).	0.60	363.00
07/25/13	JTM	CALL WITH TEAM RE JSN RESPONSE (.5); REVIEW MATERIAL IN CONNECTION WITH UCC CRO DEMAND (.4); TCS DIRECTORS RE SAME (.8).	1.70	1,164.50
07/25/13	MC	REVIEW MOTION OF JUNIOR SECURED NOTEHOLDERS; DEBTORS RESPONSE AND OTHER COURT PAPERS (4.1); OFFICE CONFERENCES AND TELEPHONE CONFERENCES RE: INDEPENDENT DIRECTOR COMPENSATION PLAN (.8)	4.90	2,793.00
07/26/13	DL	CONF. CALL WITH BOARD (1.0); REVIEW OPPOSITION TO JSN MOTION (.7).	1.70	994.50
07/26/13	JL	BOARD CALL (1.0); FOLLOW UP (.4).	1.40	847.00
07/26/13	JTM	INDIE BOARD CALL AND FOLLOWUP WITH DIRECTORS (2.6); REVIEW UCC AND AFI RESPONSE TO JSN MOTION (2.1) PREP FOR HEARING ON MOTION (4.2).	8.90	6,096.50
07/26/13	MC	REVIEW DEBTORS' RESPONSE TO JUNIOR SECURED BONDHOLDERS MOTION (2.3); MEETING W/ INDEPENDENT DIRECTORS AND FOLLOW UP (1.6); REVIEW WEEKLY REPORT (.3).	4.20	2,394.00
07/26/13	NS	ATTEND CONFERENCE CALL WITH DEBTORS' COUNSEL, J. MOLDOVAN, AND INDEPENDENT DIRECTORS RE: CREDITORS COMMITTEE ISSUE.	0.60	285.00
07/28/13	JTM	REVIEW WENDY FIEL RESEARCH MATERIAL IN CONNECTION WITH DISCLOSURE STATEMENT HEARING (2.5); PREP FOR SAME (1.1).	3.60	2,466.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/29/13	DAP	REVIEW PLEADINGS RE: JSN DISQUALIFICATION MOTION AND OBJ TO FGIC SETTLEMENT (.8); CONFS WITH JTM (.2); AND MC (.4) RE: SAME.	1.40	805.00
07/29/13	JTM	REVIEW PLEADINGS FILED IN CONNECTION WITH JSN DISQUALIFICATION MOTION (3.2); REVIEW JSN OBJECTION TO FGIC SETTLEMENT (.8); REVIEW HEARING TRANSCRIPT (.7); CONFERENCE WITH DAP RE: JSN PLEADINGS (.2); CONTINUE PREP FOR HEARING (2.2).	7.10	4,863.50
07/29/13	MC	REVIEW DIRECTOR COMPENSATION PLAN AND RELATED CORRESPONDENCE (2.1); O/C'S WITH DAP RE SAME (.4).	2.50	1,425.00
07/29/13	RKD	REVIEW PLEADINGS AND RESPONSES IN CONNECTION WITH JSN MOTION TO DISQUALIFY (3.2); EMAILS WITH JTM REGARDING SAME (.2).	3.40	1,785.00
07/30/13	DAP	CONFS JTM RE: DENIAL OF JSN DISQUALIFICATION MOTION.	0.60	345.00
07/30/13	JTM	ATTEND HEARING RE JSN DISQUALIFICATION MOTION (2.1); TCS J. LEVITT RE JSN MEDIATION ISSUES (.7); OC'S WITH MOCO DAP, MC, RKD RE PREP OF MATERIAL FOR JSN MEDIATION (2.4); REVIEW MATERIAL IN CONNECTION WITH TAX ALLOCATION, EXAMINER REPORT (5.1).	10.30	7,055.50
07/30/13	MC	O/C'S, T/C'S WITH JTM RE: COMPENSATION PLAN (.6); REVIEW STATUS OF JSN MOTION (1.1); O/C'S WITH JTM RE SAME (.4).	2.10	1,197.00
07/30/13	NS	ANALYSIS OF DISCLOSURE STATEMENT OBJECTION BY NASSAU COUNTY TREASURER.	0.20	95.00
07/30/13	RKD	MONITOR HEARING ON JSN MOTION TO DISQUALIFY AT REQUEST OF INDEPENDENT DIRECTORS (2.1); EMAILS WITH JTM REGARDING JSN MEDIATION (.8); REVIEW EXAMINER REPORT RESPONSE MEMO AND RELATED SECTIONS OF EXAMINER'S REPORT (1.7).	4.60	2,415.00
07/31/13	DL	CONF. JTM RE: TAX ALLOCATION AGREEMENT	0.50	292.50
07/31/13	DAP	REVIEW HEARING TRANSCRIPT REGARDING JSN DISQUALIFICATION (.6); EMAIL CORRESPONDENCE MOFO REGARDING JSN COMPLAINTS RESPECTING SECOND TAX ALLOCATION AGREEMENT (.4); RESEARCH CONCERNING TAX ALLOCATION AGREEMENT (.7); REVIEW MOFO MEMORANDUM REGARDING TAX ALLOCATION AGREEMENT (.8); RESEARCH RE: SAME (.6); REVIEW JSN PLEADINGS AND OTHER JSN MATERIALS REGARDING TAX ALLOCATION AGREEMENT (2.8).	5.90	3,392.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
07/31/13	IG	CONFERENCE WITH MOCO TEAM RE: TAX SHARING AGREEMENT MEDIATION QUESTIONS.	1.70	1,181.50
07/31/13	JL	INTERNAL MEETING WITH I. GROSSMAN AND OTHER MOCO TEAM MEMBERS RE TAX SHARING AGREEMENT ISSUES.	1.70	1,028.50
07/31/13	JTM	REVIEW MATERIAL IN CONNECTION WITH JSN OPEN ISSUES INCLUDING JSN OPPOSITION TO MOTION TO DISMISS, INCLUDING TAX AGREEMENT QUESTIONS (4.2); MEETING WITH IG, RD, JL, IN CONNECTION WITH SAME (1.7); REVIEW FGIC PRETRIAL SUBMISSIONS (.7).	6.60	4,521.00
07/31/13	MC	REVIEW TRANSCRIPT OF MOTION HEARING RE: AD HOC COMMITTEE (1.7); REVIEW JSN CLAIMS AND MOFO RESPONSE (1.8); CONFERENCE WITH MOCO TEAM RE: VARIOUS ASPECTS OF TAX ALLOCATION TAX SHARING AGREEMENT, JSN MOTION AND EXAMINER'S REPORT (1.7).	5.20	2,964.00
07/31/13	RKD	CONTINUED REVIEW OF TAX SECTIONS IN EXAMINER REPORT AND RESPONSE MEMO RE SAME (1.7); JOIN PENDING OFFICE CONFERENCE WITH JTM, MC, I GROSSMAN, AND J LEVY REGARDING TAX ALLOCATION AGREEMENT AND EXAMINER CONCLUSIONS (1.1).	2.80	1,470.00
TOTAL TASK CODE	B260	Board of Directors Matters	470.20	266870.50
GRAND TOTAL FEES			510.50	283,313.00
TOTAL FEES SERVICES			\$	283,313.00

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
NS	NEIL SIEGEL	5.40	2,565.00
TJS	THOMAS J. SULLIVAN	9.60	2,400.00
SUBTOTAL	B110 Case Administration	15.00	4,965.00
B160	Fee/Employment Applications		
NS	NEIL SIEGEL	22.90	10,877.50
TJS	THOMAS J. SULLIVAN	2.40	600.00

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
SUBTOTAL	B160 Fee/Employment Applications	25.30	11,477.50
B260	Board of Directors Matters		
DL	DAVID LERNER	3.80	2,223.00
DAP	DAVID PIEDRA	41.50	23,862.50
IG	ISAAC GROSSMAN	3.50	2,432.50
JL	JACK LEVY	13.30	8,046.50
JTM	JOSEPH T. MOLDOVAN	154.70	105,969.50
MC	MICHAEL CONNOLLY	61.90	35,283.00
RKD	ROBERT K. DAKIS	79.80	41,895.00
NS	NEIL SIEGEL	46.30	21,992.50
WMF	WENDY M. FIEL	65.00	25,025.00
JPR	JASON P. REID	0.20	74.00
KCH	KRISTINA CONCEPCION HORN	0.20	67.00
SUBTOTAL	B260 Board of Directors Matters	470.20	266,870.50
TOTAL FEES		510.50	283,313.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	15.00	4,965.00
B160	Fee/Employment Applications	25.30	11,477.50
B260	Board of Directors Matters	470.20	266,870.50
TOTAL FEES		510.50	283,313.00

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOUR	VALUE
DL	DAVID LERNER	3.80	2,223.00
DAP	DAVID PIEDRA	41.50	23,862.50
IG	ISAAC GROSSMAN	3.50	2,432.50
JL	JACK LEVY	13.30	8,046.50
JTM	JOSEPH T. MOLDOVAN	154.70	105,969.50
MC	MICHAEL CONNOLLY	61.90	35,283.00
RKD	ROBERT K. DAKIS	79.80	41,895.00

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NS	NEIL SIEGEL	74.60	35,435.00
WMF	WENDY M. FIEL	65.00	25,025.00
JPR	JASON P. REID	0.20	74.00
KCH	KRISTINA CONCEPCION HORN	0.20	67.00
TJS	THOMAS J. SULLIVAN	12.00	3,000.00
TOTAL FEES		510.50	283,313.00

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	706.24
E107	MAIL	737.59
E107	MESSENGER	87.50
E111	MEALS	181.35
E118	PROFESSIONAL FEES	1,204.47
E106	DATABASE SEARCH	2,038.23

TOTAL DISBURSEMENTS \$ 4,955.38

TOTAL BALANCE DUE FOR THIS PERIOD \$ 288,268.38

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DATE: 10/28/13
 INVOICE # : 240559

TAMMY HAMZEHPOUR, GENERAL COUNSEL
 GMAC RESCAP
 ONE MERIDIAN CROSSINGS, SUITE 100
 MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
 NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF AUGUST 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
08/01/13	TJS	REVIEW PLEADINGS FILED ON 8/1/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.70	175.00
08/02/13	TJS	UPDATE CALENDAR AND FILES PER R. DAKIS (1.5). UPDATE ATTORNEY REVIEW FILES PER J. MOLDOVAN (1.4).	2.90	725.00
08/05/13	TJS	REVIEW PLEADINGS FILED ON 8/5/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.40	100.00
08/07/13	TJS	REVIEW PLEADINGS FILED ON 8/7/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.80	200.00
08/08/13	TJS	REVIEW PLEADINGS FILED ON 8/8/13 AND UPDATE ATTORNEYS AS NECESSARY.	1.10	275.00
08/09/13	TJS	REVIEW PLEADINGS FILED ON 8/9/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.60	150.00
08/12/13	TJS	REVIEW PLEADINGS FILED ON 8/12/13 AND UPDATE ATTORNEYS AS NECESSARY.	1.70	425.00
08/13/13	TJS	REVIEW PLEADINGS FILED ON 8/13/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.80	200.00
08/14/13	NS	ASSIST J. REID RE: EXAMINER DATABASE ACCESS DIFFICULTIES.	0.60	285.00
08/14/13	TJS	REVIEW PLEADINGS FILED ON 8/14/13 AND UPDATE ATTORNEYS AS NECESSARY.	1.20	300.00
08/15/13	TJS	REVIEW PLEADINGS FILED ON 8/15/13 AND UPDATE ATTORNEYS AS NECESSARY.	1.10	275.00
08/19/13	TJS	REVIEW PLEADINGS FILED ON 8/19/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.70	175.00
08/20/13	NS	REVIEW MULTIPLE PLEADING FILED ON 8/20 (.2); FORWARD SELECTED PLEADINGS TO JTM WITH COMMENT (.1).	0.30	142.50

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DATE: 10/28/13
 INVOICE #: 240559

FOR PROFESSIONAL SERVICES RENDERED AS OF AUGUST 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/20/13	TJS	REVIEW PLEADINGS FILED ON 8/20/13 AND UPDATE ATTORNEYS AS NECESSARY.	1.10	275.00
08/21/13	NS	REVIEW CERTAIN PLEADINGS FILED ON 8/21 FOR SIGNIFICANCE.	0.20	95.00
08/21/13	TJS	REVIEW PLEADINGS FILED ON 8/21/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.80	200.00
08/22/13	NS	REVIEW CERTAIN PLEADINGS FILED ON 8/22 (0.2); FORWARD SAME TO RKD FOR DISTRIBUTION WITH COMMENT (0.1).	0.30	142.50
08/22/13	TJS	REVIEW PLEADINGS FILED ON 8/22/13 AND UPDATE ATTORNEYS AS NECESSARY.	1.10	275.00
08/23/13	NS	REVIEW SIGNIFICANT NEW FILINGS ON 8/23 (0.2); FORWARD SAME TO ATTORNEYS (0.2).	0.40	190.00
08/23/13	TJS	REVIEW PLEADINGS FILED ON 8/23/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.60	150.00
08/26/13	NS	REVIEW PLEADINGS FILED ON 8/26 (0.2); FORWARD SELECTED PLEADINGS TO TJS FOR DISTRIBUTION TO ATTORNEYS (0.1).	0.30	142.50
08/26/13	TJS	REVIEW PLEADINGS FILED ON 8/26/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.60	150.00
08/27/13	NS	REVIEW PLEADINGS FILED ON 8/27 (.2); EMAILS TO JTM AND RKD RE SAME (.1).	0.30	142.50
08/27/13	TJS	REVIEW PLEADINGS FILED ON 8/27/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.80	200.00
08/28/13	NS	REVIEW NEW FILED PLEADINGS, HEARING NOTICES FOR SIGNIFICANCE (0.2); EMAILS WITH TJS RE SAME (0.1).	0.30	142.50
08/28/13	TJS	REVIEW PLEADINGS FILED ON 8/28/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.70	175.00
08/29/13	NS	EMAILS WITH TJS RE NEW PLEADINGS (0.4).	0.40	190.00
08/29/13	TJS	REVIEW PLEADINGS FILED ON 8/29/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.80	200.00
08/30/13	TJS	REVIEW PLEADINGS FILED ON 8/30/13 AND UPDATE ATTORNEYS AS NECESSARY.	0.70	175.00
TOTAL TASK CODE	B110	Case Administration	22.30	6272.50
TASK CODE	B160	Fee/Employment Applications		

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08/01/13	NS	REVIEW AND REDACT TIME RECORDS RE: PRIVILEGED OR CONFIDENTIAL INFORMATION.	2.20	1,045.00
08/02/13	NS	CONTINUE DRAFTING NARRATIVE SECTION OF THIRD INTERIM FEE APPLICATION (3.7); MEET WITH TJS RE FINALIZING FEE APPLICATION (.5).	4.20	1,995.00
08/02/13	TJS	MEET WITH NS RE FINALIZING FEE APPLICATION.	0.50	125.00
08/04/13	NS	REVISIONS TO NARRATIVE THIRD INTERIM FEE APPLICATION (1.7); DRAFT ADDITIONAL SECTIONS OF SAME (4.1).	5.80	2,755.00
08/05/13	NS	DRAFT AND REVISE THIRD INTERIM FEE APPLICATION AND EXPENSE CHARTS.	4.70	2,232.50
08/05/13	NS	REDACT TIME ENTRIES FOR PRIVILEGED OR CONFIDENTIAL INFORMATION.	0.80	380.00
08/05/13	TJS	PREPARE DOCUMENTS FOR THIRD INTERIM FEE APPLICATION PER R. DAKIS.	1.80	450.00
08/06/13	JTM	REVIEW MOCO FEE APP AND PROVIDE COMMENTS TO SAME.	1.10	753.50
08/06/13	NS	REVISE AND FINALIZE THIRD INTERIM FEE APPLICATION, SUPPORTING CERTIFICATION.	3.70	1,757.50
08/06/13	NS	REVISE TIME ENTRIES TO REDACT PRIVILEGED OR CONFIDENTIAL INFORMATION (.9); O/C WITH RKD AND TS RE INTERIM FEE APP (.3).	1.20	570.00
08/06/13	RKD	REVISE INTERIM FEE APPLICATION (.7); OFFICE CONFERENCES WITH N. SIEGEL AND T. SULLIVAN REGARDING SAME (.3); EMAIL APPLICATION TO INDEPENDENT DIRECTORS (.1).	1.10	577.50
08/06/13	TJS	PREPARE DOCUMENTS FOR THIRD INTERIM FEE APPLICATION PER R. DAKIS (4.0); O/C WITH RKD AND NS RE SAME (.3).	4.30	1,075.00
08/07/13	NS	FINAL REVIEW AND APPROVAL OF THIRD INTERIM FEE APPLICATION FOR FILING, FORWARD TO MOFO.	0.40	190.00
08/08/13	NS	REVIEW TIME ENTRIES FOR PRIVILEGED OR CONFIDENTIAL INFORMATION, REVISE OR REDACT AS NEEDED.	2.10	997.50
08/12/13	NS	REVISE TIME ENTRIES RE: PRIVILEGED OR CONFIDENTIAL INFORMATION, AS NEEDED.	1.00	475.00
08/30/13	NS	REVISE TIME ENTRIES TO REDACT CONFIDENTIAL MATERIAL.	0.80	380.00

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TOTAL TASK CODE	B160	Fee/Employment Applications	35.70	15758.50
TASK CODE	B260	Board of Directors Matters		
08/01/13	DL	ATTEND PART OF CONF. CALL WITH JTM, DAP MC, IG, JL AND MOFO RE: TAX ALLOCATION AGREEMENT.	0.40	234.00
08/01/13	DAP	ATTEND PART OF TELEPHONE CALL WITH DL, JTM, IG, MC, JL AND MOFO CONCERNING TAX ALLOCATION AGREEMENT.	0.40	230.00
08/01/13	IG	PREPARE FOR (.2) AND PARTICIPATE IN CALL ON TAX SHARING WITH JTM, DAP, DL, MOFO (.4); RESEARCH SECTION 7701 OF TAX CODE (3.9).	4.50	3,127.50
08/01/13	JL	CONFERENCE CALL RE TAX SHARING AGREEMENT WITH JTM, MC, RKD, IG AND MOFO TEAM (2.3); FOLLOW-UP EMAILS RE SAME (.2).	2.50	1,512.50
08/01/13	JPR	DATABASE SEARCHES FOR TAX DOCUMENTS AS PER RKD.	0.70	259.00
08/01/13	JTM	NUMEROUS EMAILS THROUGHOUT DAY WITH LEVITT RE: EXAMINER REPORT TAX ALLOCATION AND JSN MEDIATION (1.3); REVIEW DOCUMENTS RE SAME (7.3); CALL WITH RKD, DAP, JL, DL, IG, MC AND MOFO RE SAME (2.3); OCS WITH WMF AND NS RE RESEARCH RE TAX ALLOCATION (.5).	11.40	7,809.00
08/01/13	MC	REVIEW JSN PRESENTATION AND RELATED DOCUMENTS IN PREP FOR CALLS RE TAA (3.5); O/C'S AND CONFERENCE CALLS (2.3).	5.80	3,306.00
08/01/13	NS	CONFERENCE WITH JTM, RKD, WMF RE: TAA RESEARCH.	0.50	237.50
08/01/13	RKD	REVIEW MEDIATION DOCUMENTS REGARDING TAX ALLOCATION AGREEMENTS (1.3); PARTICIPATE IN MEETINGS WITH J. MOLDOVAN, J. LEVY, M. CONNOLLY, I. GROSSMAN AND J. LEVITT REGARDING RESPONSES TO ARGUMENTS ON THE TAX ALLOCATION AGREEMENTS (2.3); O/C WITH JTM, NS AND WMF RE TAA RESEARCH (.5).	4.10	2,152.50
08/01/13	WMF	CONFERENCE WITH JTM, NS AND RKD REGARDING RESEARCH RELATING TO DISREGARDED ENTITY FOR FEDERAL TAX PURPOSES.	0.50	192.50
08/01/13	WMF	RESEARCH AND REVIEW CASELAW AND TREATISES REGARDING DISREGARDED ENTITY FOR FEDERAL TAX PURPOSES.	3.50	1,347.50
08/02/13	DL	REVIEW TO RESPONSE TO EXAMINER'S FINDINGS.	2.70	1,579.50
08/02/13	IG	EMAILS TO JTM RE NOL LANGUAGE IN TAX SHARING AGREEMENT.	0.40	278.00

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08/02/13	JTM	CONTINUED ANALYSIS THROUGHOUT DAY OF TAX ALLOCATION ISSUES AND LAW IN CONNECTION WITH JSN MEDIATION INCLUDING REVIEW OF CASES AND RESEARCH FROM WMF (7.7); EMAILS LEVITT RE SAME (1.0); REVIEW AND ANALYSIS OF MOTIONS AND PLEADINGS IN CONNECTION WITH FGIC SETTLEMENT FILED BY FGIC TRUSTEES AND RELATED MATERIALS (1.4).	10.10	6,918.50
08/02/13	MC	DRAFT RESPONSE TO AD HOC COMMITTEE OF NOTEHOLDER CLAIMS.	2.60	1,482.00
08/02/13	NS	REVIEW & ANALYSIS OF DISCLOSURE STATEMENT OBJECTION BY SAN BERNARDINO COUNTY.	0.40	190.00
08/02/13	WMF	RESEARCH AND REVIEW CASELAW AND TREATISES REGARDING DISREGARDED ENTITY FOR FEDERAL TAX PURPOSES (1.4); DRAFT EMAIL/MEMO SUMMARIZING RESEARCH (1.1).	2.50	962.50
08/05/13	DL	TELEPHONE CONFERENCE WITH K&E, MOFO RE: TAX ALLOCATION ISSUES.	2.00	1,170.00
08/05/13	DAP	CONF CALL K&E REGARDING TAX ALLOCATION AGREEMENT (1.6); REVIEW DOCUMENTS CONCERNING VARIOUS TAX ALLOCATION AGREEMENTS AND NEGOTIATION AND EXECUTION OF SAME (2.2); REVIEW MEMORANDUM FROM MOFO REGARDING TAX ALLOCATION AGREEMENT AND EXAMINER REPORT (.8).	4.60	2,645.00
08/05/13	IG	PREPARE FOR (1.1) AND ATTEND CALL WITH JTM ET. AL RE TAA (1.6).	2.70	1,876.50
08/05/13	JTM	REVIEW MATERIAL IN CONNECTION WITH SAME (3.2); CONTINUED ANALYSIS AND RESEARCH RE TAX ALLOCATION AGREEMENTS (5.3); NUMEROUS EMAILS LEVITT RE SAME THROUGHOUT DAY (1.4); MEETING WITH MOFO, MOCO, AND K&E RE TAX ALLOCATION IN CONNECTION WITH JSN MEDIATION (1.6); REVIEW OF DRAFT MEMO RE SAME (1.4).	12.90	8,836.50
08/05/13	NS	DRAFT MEMO TO MOCO TEAM RE COMBINED DISCLOSURE STATEMENT OBJECTION AND MOTION TO VACATE SALE.	1.00	475.00
08/05/13	RKD	ATTEND PORTION OF TELEPHONE CONFERENCE WITH K&E, J. LEVITT, I. GROSSMAN, J. MOLDOVAN, J. LEVY, REGARDING TAX ALLOCATION AGREEMENT ARGUMENTS (.9); REVISE MEMORANDUM REGARDING TAX ALLOCATION AGREEMENTS TO INCORPORATE NEW ARGUMENTS (3.9); LEGAL RESEARCH REGARDING SAME (2.1).	6.90	3,622.50

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08/05/13	WMF	CONTINUED RESEARCH REGARDING DISREGARDED ENTITY FOR FEDERAL INCOME TAX PURPOSES.	0.70	269.50
08/06/13	IG	REVISE DRAFT MEMO RE TAA (1.2); EMAIL WITH JTM RE SAME (.3).	1.50	1,042.50
08/06/13	JTM	REVIEW REVISE TAX ALLOCATION MEMO THROUGHOUT DAY (4.1); OCS RD AND IG RE SAME (1.1); OCS WITH RKD AND DAP RE SAME (.6); REVIEW LEVITT EMAIL RE TAX ANALYSIS AND RESPOND TO SAME (.8).	6.60	4,521.00
08/06/13	RKD	FURTHER REVISIONS TO TAX ALLOCATION MEMO (.9); REVISE SAME TO INCORPORATE COMMENTS FROM JTM AND DAP (1.6); O/C WITH JTM RE SAME (.6); FOLLOW UP LEGAL RESEARCH IN CONNECTION WITH SAME (1.3).	4.40	2,310.00
08/07/13	DAP	REVISE MEMORANDUM CONCERNING TAX ALLOCATION AGREEMENT (4.6); EMAILS WITH J. LEVITT RE: SAME (.2).	4.80	2,760.00
08/07/13	IG	FURTHER REVISIONS TO TAA MEMO (1.6); O/C WITH JTM RE SAME (2.9).	4.50	3,127.50
08/07/13	JTM	REVIEW AND REVISE TAX ALLOCATION MEMO (3.4); OC WITH IG IN CONNECTION WITH SAME (2.9) AND PREPARE FURTHER REVISIONS (3.8).	10.10	6,918.50
08/07/13	NS	REVIEW AND ANALYSIS OF TWO VERSIONS OF THE TAX ALLOCATION AGREEMENT WITH ALLY (0.5); REVIEW AND ANALYSIS OF MULTIPLE NEW FILINGS (0.3).	0.80	380.00
08/07/13	RKD	CONTINUED LEGAL RESEARCH REGARDING TAX ALLOCATION ISSUES AS PER D PEIDRA (1.9); REVISE LATEST VERSION OF TAX ALLOCATION MEMO (.7).	2.60	1,365.00
08/07/13	TJS	SEARCH FILES FOR WITNESS PREP BINDERS PER J. MOLDOVAN.	1.00	250.00
08/08/13	DAP	REVISIONS TO TAX ALLOCATION AGREEMENT MEMORANDUM (3.3); EMAILS WITH JAMIE LEVITT AT MOFO RE SAME (.4).	3.70	2,127.50
08/08/13	IG	SEND EMAIL TO MOFO WITH COMMENTS TO TAA MEMO (.3); O/C WITH JTM RE SAME (.2).	0.50	347.50

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08/08/13	JTM	REVIEW REVISE TAX ALLOCATION MEMO AND RELATED MATERIALS (2.1); OCS IG RE SAME (.2); EMAILS MOFO RE SAME (.3); TC BOARD MEMBERS RE FRIDAY BOARD CALL (.6); DISCUSS COMMUNICATION FROM UCC RE APPOINTMENT OF CHIEF LIQUIDATION OFFICER WITH TANNANBAUM (.7); TC BOARD MEMBERS MACK AND ILANY RE SAME (1.3); REVIEW ROTHENSTEIN GROUP AND FREDDIE MAC OBJECTIONS TO THE DISCLOSURE STATEMENT (.7); REVIEW FINAL VERSION OF TAX ALLOCATION MEMO (1.6); REVIEW IN LIMINE MOTIONS FILED IN CONNECTION WITH JSN TRIAL (1.1).	8.60	5,891.00
08/08/13	NS	ANALYSIS OF ROTHSTEIN PLAINTIFFS' D. STMT. OBJ. (0.2); ANALYSIS OF FREDDIE MAC D. STMT. OBJ. (0.6); ANALYSIS OF IMPAC D. STMT. OBJ. (0.1); ANALYSIS OF PBGC D. STMT. OBJ. (0.2); ANALYSIS OF RESPA PLAINTIFFS' D. STMT. OBJ. (0.1); INITIAL ANALYSIS OF FHFA D. STMT. OBJ. (0.4).	1.60	760.00
08/09/13	DAP	REVISIONS TO TAX ALLOCATION AGREEMENT MEMORANDUM PER JL AT MOFO.	1.30	747.50
08/09/13	IG	O/C WITH J. MOLDOVAN ON TAA MEMO.	0.40	278.00
08/09/13	JTM	CONTINUED WORK ON TAX ALLOCATION AGREEMENT ISSUES IN CONNECTION WITH JSN MEDIATION (6.0); O/C WITH IG RE SAME (.4); BOARD CALL (1.3); FOLLOW UP AFTER BOARD CALL WITH INDEPENDENT DIRECTORS (1.2).	8.90	6,096.50
08/09/13	NS	DRAFT SUMMARIES D. STMT. OBJECTIONS BY IMPAC, RESPA PLAINTIFFS' AND FHFA.	0.60	285.00
08/09/13	NS	ANALYSIS OF D. STMT. OBJECTION BY JSN'S (0.4); DRAFT SUMMARY OF SAME (0.2).	0.60	285.00
08/09/13	NS	ANALYSIS OF D. STMT. OBJECTIONS BY AAM, UMB BANK, ASSURED GUARANTY MUNICIPAL (1.7); DRAFT SUMMARIES (0.3); ANALYSIS OF D. STMT. OBJECTION BY US TRUSTEE (0.8), DRAFT SUMMARY (0.2).	3.00	1,425.00
08/09/13	NS	ANALYSIS OF D. STMT. OBJECTIONS, RESPONSES BY AIG, CLASS ACTION PLAINTIFFS, UNION CENTRAL LIFE, CAMBRIDGE PLACE INVESTORS (0.8); DRAFT SUMMARIES (0.2).	1.00	475.00
08/09/13	WMF	REVIEW DRAFT MEMO REGARDING EXAMINER/JSN TAX ALLOCATION AGREEMENT CLAIMS (4.7); EMAILS WITH J. MOLDOVAN AND D. PIEDRA REGARDING RESEARCH (.6).	5.30	2,040.50

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08/10/13	DAP	EMAIL CORRESPONDENCE WITH MOFO CONCERNING TAX ALLOCATION AGREEMENT (.6); DRAFT, EDIT AND REVISE MEMORANDUM RESPONDING TO JSN ARGUMENTS AND EXAMINER ARGUMENTS CONCERNING TAX ALLOCATION AGREEMENT (3.8).	4.40	2,530.00
08/10/13	JTM	REVIEW OBJECTIONS TO DISCLOSURE STATEMENT FILED BY NUMEROUS PARTIES INCLUDING UST, CLASS PLAINTIFFS, UNION CENTRAL (2.7); ADDITIONAL TAX ALLOCATION ANALYSIS AND JSN MOTION TO DISMISS (3.2).	5.90	4,041.50
08/10/13	WMF	REVISE DRAFT TAX MEMORANDUM TO INCORPORATE ADDITIONAL ISSUES.	3.80	1,463.00
08/11/13	DAP	REVISIONS TO TAX ALLOCATION AGREEMENT MEMORANDUM (2.8); EMAILS WITH JAMIE LEVITT RE SAME (.3).	3.10	1,782.50
08/11/13	JTM	REVIEW DISCLOSURE STATEMENT OBJECTIONS FILED BY FHFA, JSNS, PBGC (2.2); CONTINUED ANALYSIS OF RESEARCH MATERIAL IN CONNECTION WITH TAX SHARING/ALLOCATION AGREEMENTS AND IMPACT OF SAME ON SETTLEMENT (3.1).	5.30	3,630.50
08/12/13	IG	O/C WITH JTM RE TAA ISSUES (.4); REVIEW / RESEARCH SECTIONS OF TAX CODE RE SAME (3.4).	3.80	2,641.00
08/12/13	JTM	OC IG RE TAX ALLOCATION ISSUES (.4); REVIEW REVISED MEMO AND RESEARCH MATERIAL RE SAME (2.7); REVIEW DISCLOSURE STATEMENT OBJECTIONS (3.5); O/C WITH MC RE BOARD MATERIALS ON CLO (.7); CALLS TO DIRECTORS RE CLO ISSUES (.9).	8.20	5,617.00
08/12/13	MC	REVIEW BOARD MATERIALS ON CLO (1.9); O/C WITH JTM RE SAME (.7).	2.60	1,482.00
08/13/13	JTM	CALLS WITH JOHN MACK (.7) AND LEE (.3) RE UCC REQUEST FOR CLO; REVIEW MOTIONS IN LIMINE AND RESPONSES IN CONNECTION WITH FGIC SETTLEMENT TRIAL (3.6); REVIEW FGIC OMNIBUS IN LIMINE OBJECTION, DEBTORS' OPPOSITION, OTHER RELATED FILINGS (3.5).	8.10	5,548.50
08/13/13	MC	REVIEW DOCKET AND RELATED COURT FILINGS FOR BOARD CALL.	1.90	1,083.00
08/13/13	NS	REVIEW AND COMMENT ON ORDER FOR SUPPLEMENTAL SCHEDULING RE: FGIC MOTION IN LIMINE (0.2); REVIEW MULTIPLE ADDITIONAL FGIC MOTIONS, REPLIES, MEMOS RE: SETTLEMENT (0.5); FORWARD SAME WITH COMMENT (0.1).	0.80	380.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/13/13	NS	ANALYSIS OF TWO PRO SE DISCLOSURE STATEMENT OBJECTIONS.	0.20	95.00
08/14/13	DAP	MEETING WITH ISAAC GROSSMAN AND JOE MOLDOVAN REGARDING CLAIMS BY EXAMINER AND BY JUNIOR SECURED NOTEHOLDERS CONCERNING CLAIMS ARISING FROM THE 2009 TAX ALLOCATION AGREEMENT (1.3); REVIEW GROSSMAN COMMENTS AND PREPARE MEMORANDUM / ANALYSIS RE: SAME (1.2); REVIEW EXAMINER REPORT ARGUMENTS CONCERNING TAX ALLOCATION AGREEMENT (.8); REVIEW JSN BRIEF CONCERNING REFERENCE TO TAX ALLOCATION AGREEMENT (.4); LEGAL RESEARCH CONCERNING CONSIDERATION AND FRAUDULENT TRANSFER ARGUMENTS (2.4).	6.10	3,507.50
08/14/13	IG	PREPARE (.2) AND MEET WITH JTM AND DAP ON REVISED TAA MEMO (1.3).	1.50	1,042.50
08/14/13	JPR	SEARCHING IN EXAMINER'S DATABASE ON TAA DOCUMENTS.	1.50	555.00
08/14/13	JTM	MEETING WITH MACK RE MEETING WITH DUBEL (1.6); CALL WITH MC, LEE, AND JIM T RE SAME (.4); MEETING WITH DP, IG, MC RE TAX ALLOCATION ISSUES AND DISCLOSURE STATEMENT (1.3); REVIEW DRAFT RESPONSES TO DISCLOSURE STATEMENT OBJECTIONS (2.3); OC RKD RE UCC CLO REQUEST (.3); REVIEW BRIEFS OF UCC AND DEBTORS RE DISMISSAL OF JSN COUNTERCLAIMS (2.4); REVIEW DRAFTS OF DISCLOSURE STATEMENT REPLY (2.1).	10.40	7,124.00
08/14/13	MC	REVIEW AND COMMENT ON RESPONSE TO EXAMINER'S REPORT (1.8); T/C WITH JTM G. LEE AND J.T. RE MEETING WITH DUBEL (.4); MEETING WITH JTM, IG AND DAP RE TAA MEMO (1.3); REVIEW REVISED DRAFT OF DISCLOSURE STATEMENT AND RELATED DOCUMENTS (1.6).	5.10	2,907.00
08/14/13	NS	ANALYSIS OF FIVE PRO SE DISCLOSURE STATEMENT OBJECTIONS (1.3); ANALYSIS OF PNC BANK LIMITED OBJECTION TO KESSLER CLASS ACTION SETTLEMENT (0.1).	1.40	665.00
08/14/13	NS	REVIEW PLAN RE: CONDITIONS TO CONFIRMATION (0.1); FORWARD WITH COMMENT (0.1).	0.20	95.00

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08/14/13	RKD	REVIEW PLAN OF REORGANIZATION AND DISCLOSURE STATEMENT IN CONNECTION WITH DRAFTING MEMO TO BOARD REGARDING SAME (.9); DRAFT MEMO TO BOARD REGARDING BOARD QUESTIONS ON PLAN OF REORGANIZATION (1.4); O/C WITH JTM RE CLO (.3); MONITOR FINAL PRETRIAL CONFERENCE RE SETTLEMENT HEARING (1.1).	3.70	1,942.50
08/15/13	JPR	LOCATE SELECT ALLY DOCUMENTS IN EXAMINERS DATABASE AS PER RKD.	0.50	185.00
08/15/13	JTM	CALLS WITH MARANO (.4) AND WEST (.4) RE UCC ISSUES, UPCOMING HEARINGS AND DISCLOSURE STATEMENT; CONTINUED REVIEW OF DRAFT RESPONSES TO DISCLOSURE STATEMENT AND OBJECTIONS TO DISCLOSURE STATEMENT (4.8); REVIEW FGIC SETTLEMENT MATERIALS (2.1); REVIEW JSN DEPOSITION DESIGNATIONS (2.2).	9.90	6,781.50
08/15/13	MC	REVIEW TRIAL AGENDA (.6); REVIEW AND COMMENT ON DISCLOSURE SCHEDULES (2.4) AND MOFO MEMORANDUM (1.6).	4.60	2,622.00
08/16/13	JTM	ATTEND PORTIONS OF FGIC TRIAL (6.4) AND PREP OF ANALYSIS RE SAME TO BOARD (.5); MEETING OF INDEPENDENT DIRECTORS RE OPEN ISSUES AND UCC REQUEST FOR CHIEF LIQUIDATING OFFICER (.9); REVIEW AND REVISE MEMO TO DIRECTORS RE PLAN ISSUES (2.3).	10.10	6,918.50
08/16/13	MC	CONFERENCE CALL WITH INDEPENDENT AND OUTSIDE DIRECTORS RE CLO (.9); CORRESPONDENCE WITH DIRECTORS RE SAME (.4) REVIEW MEMORANDUM TO DIRECTORS RE PLAN ISSUES (.7); REVIEW SUMMARY OF TRIAL (1.4); REVIEW WEEKLY REPORT (.7).	4.10	2,337.00
08/16/13	RKD	ATTEND HEARING ON FGIC SETTLEMENT (8.1); DRAFT STATUS REPORT TO INDEPENDENT DIRECTORS RE SAME (.3).	8.40	4,410.00
08/18/13	JTM	REVIEW DISCLOSURE STATEMENT RESPONSES.	1.40	959.00
08/19/13	DAP	CONFERENCE WITH JTM REGARDING FGIC TRIAL (.4); ANALYSIS OF TAX ALLOCATION CLAIMS BY JSNS (.4); REV. DISCLOSURE STATEMENT OBJECTIONS (.4).	1.20	690.00
08/19/13	JTM	ATTEND PORTION OF CONTINUED FGIC 9019 TRIAL (6.4) AND PREP OF ANALYSIS TO BOARD RE SAME (.6); O/C WITH DAP RE SAME (.4).	7.40	5,069.00
08/19/13	MC	REVIEW OF FGIC SETTLEMENT TRIAL TRANSCRIPT.	2.20	1,254.00

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08/19/13	NS	REVIEW OMNIBUS REPLY TO DISCLOSURE STATEMENT OBJECTIONS (1.1); ANALYSIS OF BLACKLINE DISCLOSURE STATEMENT (0.5); REVIEW DEBTORS' MEDIATION PRESENTATION TO THE JSN'S (0.2).	1.80	855.00
08/19/13	NS	REVIEW DISCLOSURE STATEMENT OBJECTIONS (.2); EMAIL TO JTM, ET. AL. RE SAME (.2); FORWARD JSN PRESENTATION WITH COMMENT TO JTM (.1).	0.50	237.50
08/19/13	RKD	ATTEND SECOND DAY OF HEARING ON FGIC SETTLEMENT (7.9); DRAFT STATUS REPORT TO INDEPENDENT DIRECTORS RE SECOND DAY OF TRIAL (.7).	8.60	4,515.00
08/20/13	DAP	CONFERENCE WITH JTM RE: FGIC PROCEEDING (.3); T/C JAMIE LEVITT (.2).	0.50	287.50
08/20/13	JTM	CALL WITH KEN ECKSTEIN RE UCC CLO REQUEST (.8); CALL WITH TANNANBAUM RE SAME (.4); CALLS WITH ILANY, WEST, AND MACK RE SAME (1.1); REVIEW BLACKLINE OF DISCLOSURE STATEMENT BASED UPON PROPOSED REVISIONS (2.4); UPDATE CALL TO KRUGER RE CLO ISSUES (.3); O/C WITH DAP RE FGIC TRIAL (.3).	5.30	3,630.50
08/20/13	MC	REVIEW DISCLOSURE STATEMENT AGENDA AND RELATED DOCUMENTS.	3.10	1,767.00
08/20/13	NS	ANALYSIS OF UN-REDACTED VERSION OF JSN'S DISCLOSURE STATEMENT OBJECTION (0.2); REVIEW PRO SE DISCLOSURE STATEMENT OBJECTION (0.2), AND PRO SE MEMO SUPPORTING DISCLOSURE STATEMENT OBJECTION (0.3); REVIEW CONSENT AND RESERVATION OF RIGHTS RE: DISCLOSURE STATEMENT (0.1); ANALYSIS OF DEBTORS' PLAN CONFIRMATION DISCOVERY PROTOCOL MOTION (0.9), DRAFT MEMO TO JTM, RKD RE: SAME (0.2).	1.90	902.50
08/20/13	RKD	REVIEW OBJECTIONS TO DISCLOSURE STATEMENT IN PREPARATION FOR DISCLOSURE STATEMENT HEARING (4.9); BEGIN OUTLINE OF MEMO TO BOARD ON DISCLOSURE STATEMENT ISSUES (.7); REVIEW PROPOSED CONFIRMATION DISCOVERY PROTOCOL FOR EFFECT ON DIRECTORS (1.3).	6.90	3,622.50

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DATE: 10/28/13
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FOR PROFESSIONAL SERVICES RENDERED AS OF AUGUST 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/21/13	JTM	ATTEND DISCLOSURE STATEMENT HEARING AND KESSLER SETTLEMENT HEARING (3.4); MEMO TO BOARD RE ISSUES RAISED BY COURT IN CONNECTION WITH CONFIRMATION (2.1); OCS RD RE SAME (.4); ANALYSIS OF ISSUES RAISED BY COURT IN CONNECTION WITH DISCLOSURE STATEMENT HEARING AND LIKELY CONFIRMATION ISSUES (1.6); REVIEW KODAK MATERIALS ON CONFIRMATION ORDER, PLAN (1.1); EMAILS MOFO RE UCC POSITION ON PLAN MODIFICATION BASED UPON COURTS COMMENTS AT HEARING (.3).	8.90	6,096.50
08/21/13	MC	REVIEW MEMORANDUM TO INDEPENDENT DIRECTORS RE: DISCLOSURE STATEMENT HEARING AND RELATED MATTERS (1.9); MEETING W/ INDEPENDENT DIRECTOR RE SAME (1.7).	3.60	2,052.00
08/21/13	NS	ANALYSIS OF KODAK'S CONFIRMED PLAN RE RESCAP CONFIRMATION ISSUES.	3.50	1,662.50
08/21/13	NS	REVIEW DEBTORS' NEWEST DISCLOSURE STATEMENT WITH 13 EXHIBITS.	1.10	522.50
08/21/13	RKD	REPRESENT INDEPENDENT DIRECTORS AT DISCLOSURE STATEMENT HEARING (2.4); PREPARE MEMORANDUM RE HEARING FOR INDEPENDENT DIRECTORS (2.7); O/C WITH JTM REGARDING CONFIRMATION ISSUES (.4).	5.50	2,887.50
08/22/13	JTM	CALL WITH JIM TANNENBAUM RE CLO ISSUE (.4); EMAILS CORP SECRETARY RE BOARD AGENDA MATTERS (.3); REVIEW DEPOSITION DESIGNATIONS AND STATEMENTS RE OBJECTIONS TO DESIGNATIONS, REBUTTAL DESIGNATIONS, KRUGER DESIGNATION (2.1); REVIEW BOARD PACKAGE FOR FRIDAY MEETING (.8); REVIEW LIPPS DEPO DESIGNATION MATTERS (.4).	4.00	2,740.00
08/22/13	MC	PREPARATION FOR BOARD MEETING INCLUDING REVIEW OF CLEARVIEW PRESENTATION (1.1); REVIEW COURT FILINGS IN CONNECTION WITH SAME (2.8).	3.90	2,223.00
08/22/13	NS	ANALYSIS OF ISSUES ADDRESSED IN KODAK'S CONFIRMED PLAN AS APPLIED TO RESCAP (3.7); RESEARCH RE SETTLEMENT ISSUES FOR PLAN (3.6).	7.30	3,467.50
08/22/13	RKD	REPRESENT INDEPENDENT DIRECTORS AT CONFERENCE ON DISCOVERY ISSUES.	1.30	682.50
08/23/13	DAP	EMAIL CORRESPONDENCE CONCERNING POTENTIAL DISCOVERY REGARDING CONFIRMATION AND JUNIOR SECURED NOTEHOLDERS.	0.40	230.00
08/23/13	JL	PARTICIPATE IN BOARD CALL.	1.30	786.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/23/13	JTM	ANALYZE PROVISIONS IN KODAK PLAN, DISCLOSURE STATEMENT, CONFIRMATION BRIEF, AND OMNIBUS REPLY TO CONFIRMATION OBJECTIONS AND ISSUES RELATING TO NON ESTATE FIDUCIARIES BASED UPON COURT'S COMMENTS AT DISCLOSURE STATEMENT HEARING (4.0); REVIEW EXAMINER MOTION IN CONNECTION WITH SAME (.3).	4.30	2,945.50
08/23/13	MC	PARTICIPATION IN BOARD MEETING (1.3); REVIEW OF COURT DOCUMENTS INCLUDING ORDER APPROVING DISCLOSURE STATEMENT (2.4).	3.70	2,109.00
08/23/13	NS	DRAFT MEMO RE: KODAK PLAN ISSUES (1.2); RESEARCH RE: CONFIRMATION ISSUES (3.5); REVIEW RENEWED DISCLOSURE STATEMENT OBJECTION (0.1); TELEPHONE CALL WITH ERICA RICHARDS (MOFO) RE: COORDINATING JSN ADVERSARY DISCOVERY (0.1).	4.90	2,327.50
08/26/13	JTM	REVIEW FGIC PROPOSED FINDINGS OF FACT AND CONCLUSIONS OF LAW.	1.40	959.00
08/26/13	MC	REVIEW FGIC PROPOSED FINDINGS FOR DIRECTOR ISSUES (1.1); REVIEW SUMMARIES OF TRIAL RE SAME (.9).	2.00	1,140.00
08/26/13	NS	RESEARCH PLAN CONFIRMATION ISSUES.	4.30	2,042.50
08/27/13	DAP	REVIEW JSN MOTIONS TO DISMISS AND ANALYSIS OF SAME RE: TAX ALLOCATION ISSUE (1.6); REVIEW UPDATED TAX ALLOCATION MEMO FROM JL (.4); REVIEW EXAMINER REPORT RE: TAA CLAIM (.6); REVIEW JSN CLAIM REGARDING SECURITY INTEREST (.5).	3.10	1,782.50
08/27/13	JTM	REVIEW AD HOC JSN GROUP DISCOVERY PROTOCOL OBJECTION.	0.40	274.00
08/27/13	MC	REVIEW JSN OBJECTION TO DISCOVERY (.4); REVIEW DOCS RE JSN LIEN POSITIONS (1.2).	1.60	912.00
08/27/13	NS	FURTHER RESEARCH ON SUBJECT MATTER JD AND PLAN ISSUES.	7.20	3,420.00
08/27/13	RKD	REVIEW MOTIONS TO DISMISS FILED IN JSN ADVERSARY PROCEEDING IN PREPARATION FOR HEARING ON SAME (6.9).	6.90	3,622.50
08/28/13	JTM	ATTEND PORTIONS OF HEARING RE MOTIONS TO DISMISS AND COUNTERCLAIMS RE JSNS (4.3); REVIEW DRAFT MEMO TO BOARD RE SAME (.4).	4.70	3,219.50
08/28/13	NS	FURTHER RESEARCH SUBJECT MATTER JD OF BANKS CT.	4.30	2,042.50

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FOR PROFESSIONAL SERVICES RENDERED AS OF AUGUST 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
08/28/13	RKD	REPRESENT INDEPENDENT DIRECTORS AT HEARING ON MOTION TO DISMISS VARIOUS CLAIMS IN JSN ADVERSARY PROCEEDING (6.4); DRAFT EMAIL SUMMARY OF HEARING FOR JTM, M CONNOLLY, D PIEDRA, ET AL. (2.9).	9.30	4,882.50
08/29/13	MC	REVIEW MEMO RE MOTIONS TO DISMISS (1.0); REVIEW PLEADINGS RE SAME (.7).	1.70	969.00
08/29/13	NS	RESEARCH ADDITIONAL PLAN CONFIRMATION ISSUES.	1.70	807.50
08/30/13	IG	DRAFT EMAIL TO JTM RE TAX ALLOCATION ISSUES.	0.20	139.00
08/30/13	JTM	REVISE DISCOVERY PROTOCOL AND PRODUCTION FROM INDEPENDENT DIRECTORS.	2.20	1,507.00
08/30/13	NS	REVIEW JSN PROPOSED DISCOVERY ORDER.	0.40	190.00
TOTAL TASK CODE	B260	Board of Directors Matters	417.10	247964.50
GRAND TOTAL FEES			475.10	269,995.50
		TOTAL FEES SERVICES		\$ 269,995.50

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
NS	NEIL SIEGEL	3.10	1,472.50
TJS	THOMAS J. SULLIVAN	19.20	4,800.00
SUBTOTAL	B110 Case Administration	22.30	6,272.50
B160	Fee/Employment Applications		
JTM	JOSEPH T. MOLDOVAN	1.10	753.50
RKD	ROBERT K. DAKIS	1.10	577.50
NS	NEIL SIEGEL	26.90	12,777.50
TJS	THOMAS J. SULLIVAN	6.60	1,650.00
SUBTOTAL	B160 Fee/Employment Applications	35.70	15,758.50
B260	Board of Directors Matters		
DL	DAVID LERNER	5.10	2,983.50

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
DAP	DAVID PIEDRA	33.60	19,320.00
IG	ISAAC GROSSMAN	20.00	13,900.00
JL	JACK LEVY	3.80	2,299.00
JTM	JOSEPH T. MOLDOVAN	166.50	114,052.50
MC	MICHAEL CONNOLLY	48.50	27,645.00
RKD	ROBERT K. DAKIS	68.60	36,015.00
NS	NEIL SIEGEL	51.00	24,225.00
WMF	WENDY M. FIEL	16.30	6,275.50
JPR	JASON P. REID	2.70	999.00
TJS	THOMAS J. SULLIVAN	1.00	250.00
SUBTOTAL	B260 Board of Directors Matters	417.10	247,964.50
TOTAL FEES		475.10	269,995.50

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	22.30	6,272.50
B160	Fee/Employment Applications	35.70	15,758.50
B260	Board of Directors Matters	417.10	247,964.50
TOTAL FEES		475.10	269,995.50

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DL	DAVID LERNER	5.10	2,983.50
DAP	DAVID PIEDRA	33.60	19,320.00
IG	ISAAC GROSSMAN	20.00	13,900.00
JL	JACK LEVY	3.80	2,299.00
JTM	JOSEPH T. MOLDOVAN	167.60	114,806.00
MC	MICHAEL CONNOLLY	48.50	27,645.00
RKD	ROBERT K. DAKIS	69.70	36,592.50
NS	NEIL SIEGEL	81.00	38,475.00
WMF	WENDY M. FIEL	16.30	6,275.50
JPR	JASON P. REID	2.70	999.00
TJS	THOMAS J. SULLIVAN	26.80	6,700.00

Morrison Cohen_{LLP}

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TOTAL FEES	475.10	269,995.50
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DISBURSEMENTS:	VALUE
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TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	795.62
E101	SC PHOTOCOPYING	0.28
E101	SC IN HOUSE VOLUME PRINTING	15.19
E101	SC IN HOUSE VOLUME COLOR PRINTING	8.96
E107	MESSENGER	97.00
	SOFTWARE CHARGE	5.36
	MEALS	9.00
	DATABASE SEARCH	2,393.65

TOTAL DISBURSEMENTS	\$	3,325.06
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TOTAL BALANCE DUE FOR THIS PERIOD	\$	273,320.56
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DATE: 11/01/13
INVOICE #: 240562

TAMMY HAMZEHPOUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
09/03/13	TJS	REVIEW PLEADINGS FILED ON 9/3/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.9).	1.40	350.00
09/04/13	TJS	REVIEW PLEADINGS FILED ON 9/4/13 (.6); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.80	200.00
09/06/13	TJS	REVIEW PLEADINGS FILED ON 9/6/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.80	200.00
09/09/13	TJS	REVIEW PLEADINGS FILED ON 9/9/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM(.2).	0.60	150.00
09/10/13	TJS	REVIEW PLEADINGS FILED ON 9/10/13 (.7); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.90	225.00
09/11/13	NS	REVIEW PLEADINGS FILED ON 9/11/13 (.1); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.20	95.00
09/12/13	TJS	REVIEW PLEADINGS FILED ON 9/12/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.40	100.00
09/13/13	NS	REVIEW PLEADINGS FILED ON 9/13/13 (.1); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.20	95.00
09/16/13	TJS	REVIEW PLEADINGS FILED ON 9/16/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.60	150.00
09/18/13	TJS	REVIEW PLEADINGS FILED ON 9/18/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.50	125.00
09/20/13	TJS	REVIEW PLEADINGS FILED ON 9/20/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.50	125.00
09/23/13	NS	REVIEW AMENDED AGENDA FOR OMNIBUS HEARING (.1); EMAIL RKD RE SAME (.5).	0.60	285.00
09/23/13	TJS	REVIEW PLEADINGS FILED ON 9/23/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.60	150.00
09/24/13	TJS	REVIEW PLEADINGS FILED ON 9/24/13 (.7); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.80	200.00
09/26/13	TJS	REVIEW PLEADINGS FILED ON 9/26/13.	0.40	100.00

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FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/27/13	TJS	REVIEW PLEADINGS FILED ON 9/27/13.	0.40	100.00
09/30/13	NS	E-MAILS WITH RKD RE: AGENDA FOR WEDS, OCT. 2.	0.30	142.50
09/30/13	TJS	REVIEW PLEADINGS FILED ON 9/30/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.40	100.00
TOTAL TASK CODE	B110	Case Administration	10.40	2892.50
TASK CODE	B160	Fee/Employment Applications		
09/03/13	NS	REDACT PRIVILEGED OR CONFIDENTIAL MATERIAL FROM FEE STATEMENT.	1.20	570.00
09/10/13	NS	REVISE TIME ENTRIES REMOVING POSSIBLE PRIVILEGED OR CONFIDENTIAL MATERIAL.	2.90	1,377.50
09/13/13	NS	REDACT CONFIDENTIAL OR PRIVILEGED INFORMATION FROM FEE STATEMENTS.	0.50	237.50
09/16/13	NS	REDACT FEE STATEMENT FOR CONFIDENTIAL OR PRIVILEGED INFORMATION.	5.00	2,375.00
TOTAL TASK CODE	B160	Fee/Employment Applications	9.60	4560.00
TASK CODE	B260	Board of Directors Matters		
09/03/13	DAP	CONF JTM AND RKD REGARDING DISCOVERY ISSUES RE: JSN TRIAL (.3); REVIEW EMAIL CORRESPONDENCE WITH J. LEVITT RE: DISCOVERY PROTOCOL (.2).	0.50	287.50
09/03/13	JTM	ATTEND COURT CONFERENCE RELATED TO DISCOVERY RE CONFIRMATION (1.1); TCS BOARD MEMBERS RE DISCLOSURE AND VOTING PACKAGES (.4); REVIEW ORDER IMPLEMENTING DISCOVERY PROTOCOL (.4); OC RKD AND DAP RE DISCOVERY IN CONNECTION WITH JSN LITIGATION AND CONFIRMATION AND PROCESS RE BOARD (.3).	2.20	1,507.00
09/03/13	NS	ANALYSIS OF ORDER TO IMPLEMENT YET-TO-BE APPROVED PLAN DISCOVERY PROTOCOL RE POTENTIAL IMPLICATIONS FOR INDEPENDENT DIRECTORS (3.6); COMMUNICATIONS WITH ERICA RICHARDS (MOFO) RE: DISCOVERY PROTOCOL QUESTIONS (0.4).	4.00	1,900.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/03/13	RKD	ATTEND COURT HEARING REGARDING DISCOVERY PROTOCOLS FOR CONFIRMATION TO DETERMINE EFFECT ON DIRECTORS (2.3); EMAILS WITH JTM REGARDING SAME (.3); EMAILS WITH DAP REGARDING PRODUCTION OF MATERIALS UNDER SAME (.3); REVIEW UPDATED DISCOVERY PROTOCOLS (.9); O/C WITH JTM AND DAP RE DISCOVERY PROCESS (.3); REVIEW LIST OF DOCUMENTS PREVIOUSLY PRODUCED TO DETERMINE COMPLIANCE WITH SAME (.9).	5.00	2,625.00
09/04/13	DAP	REVIEW JUDGE GLENN'S ORDER CONCERNING DISCOVERY IN CONNECTION WITH JSN MATTER (.4); CONF WITH R. DAKIS RE: SAME (.3).	0.70	402.50
09/04/13	JTM	REVIEW MATERIAL RE DISCOVERY PROTOCOL IN CONNECTION WITH PLAN CONFIRMATION (.6); O/C MC RE ADVICE TO BOARD ON DISCLOSURE STATEMENT OBJECTIONS (.6); EMAIL TO BOARD RE STATUS OF PENDING MATTERS, DISCOVERY, AND JSN LITIGATION (.6).	1.80	1,233.00
09/04/13	MC	REVIEW OMNIBUS RESPONSE TO OBJECT AND RELATED DOCUMENTS (2.1); OFFICE CONFERENCE WITH JTM RE: ADVICE TO BOARD RE: SAME (.6).	2.70	1,539.00
09/04/13	NS	REVIEW REVISED ORDER APPROVING DISCOVERY PROTOCOL.	0.30	142.50
09/04/13	NS	FOLLOW-UP COMMUNICATIONS WITH MOFO RE: DIRECTORS' SOLICITATION PACKAGES (0.1); DRAFT MEMO RE: INTERCOMPANY ISSUES (1.9).	2.00	950.00
09/04/13	RKD	REVIEW REVISED PLAN DISCOVERY PROTOCOLS (.4); REVIEW PRODUCTION LOGS AND PRIVILEGE LOGS TO DETERMINE NEXT STEPS REGARDING NEW PRODUCTIONS (4.0); REVIEW LETTER REGARDING PROPOSED ORDER RE PRIVILEGE LOG AND DISCOVERY PROTOCOLS (.4); OFFICE CONFERENCE WITH DAP REGARDING SAME (.3).	5.10	2,677.50
09/05/13	MC	REVIEW AGENDA AND PRESENTATIONS TO BOARD IN PREP FOR MEETINGS.	0.90	513.00
09/06/13	MC	ATTEND PORTIONS OF BOARD MEETINGS.	1.60	912.00
09/06/13	RKD	REVIEW MATERIALS FOR (.7) AND PARTICIPATE IN BOARD CALL (2.1); EMAILS WITH D PIEDRA REGARDING SAME (.2); EMAILS WITH A LAWRENCE REGARDING PLAN DISCOVERY (.2); REVIEW PRIVILEGE LOG AND PRODUCTION NOTES REGARDING SAME (2.7).	5.90	3,097.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/08/13	JTM	REVIEW PROPOSED BOARD AGENDA AND MATERIALS INCLUDING FLASH REPORT.	0.90	616.50
09/09/13	JTM	ALL HANDS CALL RE JSN TRIAL AND CONFIRMATION ISSUES (1.1); REVIEW FILINGS RELATED TO SYNCORA GUARANTEE AND SERVICING ISSUES (.6); REVIEW ANALYSIS OF JSN CLAIMS AND COUNTERCLAIMS IN CONNECTION WITH JSN ADVERSARY PROCEEDING (3.2).	4.90	3,356.50
09/09/13	MC	REVIEW SOLICITATION MATERIALS (.4); RESPOND TO QUESTIONS FROM DIRECTORS REGARDING SOLICITATION (.7); O/C'S RE: SAME (.6); REVIEW WEEKLY REPORTS (.4).	2.10	1,197.00
09/09/13	NS	EMAILS WITH RKD RE COMPLIANCE RE DISCOVERY PROTOCOL FOR IMMEDIATE DISTRIBUTION.	0.80	380.00
09/09/13	NS	REVIEW AMENDED ORDER APPROVING DISCOVERY PROTOCOL (.4), TELEPHONE CALL WITH ERICA RICHARDS (MOFO) RE: SAME (.1); REVIEW AGENDA FOR 9/11 (0.1); REVIEW COPY OF SOLICITATION PACKAGE SENT TO INDIE DIRECTOR RE: BALLOT (.3), TELEPHONE CALL TO KCC REQUESTING COPY OF BALLOT (.1); FINALIZE MEMO RE: INTER-COMPANY ISSUES (2.9).	3.90	1,852.50
09/09/13	RKD	REVIEW JSN COMPLAINT, COMMITTEE COMPLAINT AND COUNTERCLAIMS (1.3); REVIEW COURT'S ORDER ON MOTION TO DISMISS (.9); PREPARE CHART OF CLAIMS AND DEFENSES, STATUS OF SAME, AND FACTUAL ISSUES IN PREPARATION FOR JSN TRIAL (6.2).	8.40	4,410.00
09/10/13	JTM	CONTINUED ANALYSIS OF JSN LITIGATION POSITIONS IN CONNECTION WITH JSN ADVERSARY PROCEEDING, INCLUDING REVIEW OF PLEADINGS.	4.10	2,808.50
09/10/13	NS	BEGIN PREPARING MEMO REGARDING PLAN ISSUES.	0.40	190.00
09/10/13	NS	TELEPHONE CALL TO DAN HARRIS (MOFO) REQUESTING PLAN INFO FOR BOARD (.1); BEGIN SUPPLEMENTAL RESEARCH RE: ISSUE RELATED TO INTER-COMPANY LOANS (0.8).	0.90	427.50
09/10/13	RKD	REVIEW DOCUMENTS CITED IN JSN COMPLAINT AND COUNTERCLAIMS IN CONNECTION WITH ADVISING BOARD ON JSN TRIAL (5.3); REVIEW MATERIALS REGARDING COMPENSATION FOR BOARD MEETING (.9); PARTICIPATE IN BOARD MEETING REGARDING APPROVAL OF COMPENSATION (.8).	7.00	3,675.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/11/13	JTM	CALLS WITH LMARANUZZI AND JIM TANENBAUM RE IMPENDING BOARD CALL (.4); CALL WITH MC AND ILANY RE CRO ISSUE (.3); CALL WITH WEST RE SAME (.4); BOARD CALL RE CRO COMP (1.2); CALL WITH MC AND MACK RE CRO COMP (.4); CALL WITH MC, MACK, ILANY AND TANENBAUM RE CRO AND CLO ISSUES (.4); REVIEW MATERIAL FROM FTI AND MERCER RE COMP (.8); REVIEW TRANSCRIPT OF DISQUALIFICATION MOTION IN CONNECTION WITH COMP ANALYSIS (.7); TC JIM T RE CLO REQUEST FROM UCC (.2); TC ILANY AND MACK RE SAME (.4).	4.80	3,288.00
09/11/13	MC	PARTICIPATE IN SPECIAL BOARD CALL RE: COMP (1.2); CALL WITH JTM AND ILANY RE CRO COMP (.4); CALL WITH JTM AND MACK RE SAME (.4); CALL WITH WEST RE SAME (.4); CALL WITH JTM, MACK, ILANY AND TANENBAUM RE CRO AND CLO ISSUES (.4) CALL WITH JTM AND TANENBAUM RE CLO REQUEST (.2); T/C ILANY AND MACK RE SAME (.4).	3.40	1,938.00
09/11/13	NS	E-MAIL EXCHANGE WITH DAN HARRIS (MOFO) RE: SPECIFIC DUPLICATE INDIE DIRECTOR BALLOTS (.1); SUPPLEMENTAL RESEARCH RE: ISSUE RELATED TO INTER-COMPANY CLAIMS (6.6); DRAFT MEMO SUPPLEMENT RE: SAME (2.7).	9.40	4,465.00
09/12/13	JTM	REVIEW MATERIAL FROM G. LEE RE CONVO WITH KEN ECKSTEIN RE UCC REQUEST FOR CLO (.3); CALL WITH MC, ILANY AND WEST RE SAME (.5).	0.80	548.00
09/12/13	MC	REVIEW TRANSCRIPT OF AD HOC COMMITTEE HEARING (2.4); T/C WITH JTM, WEST AND ILANY RE CLO REQUEST (.5).	2.90	1,653.00
09/12/13	NS	REVIEW TIME ENTRIES FOR POSSIBLE CONFIDENTIAL OR PRIVILEGED INFORMATION, REVISE OR REDACT AS NECESSARY.	0.80	380.00
09/13/13	JTM	REVIEW KRUGER RETENTION APP, CRO ORDER, MOTION, RELATED MATERIALS IN CONNECTION WITH DETERMINING APPROPRIATE CRO BONUS (1.4).	1.40	959.00
09/13/13	MC	REVIEW MEMORANDUM OPINION AND ORDER GRANTING FGIC SETTLEMENT MOTION.	2.40	1,368.00
09/13/13	NS	REVIEW MEMORANDUM OPINION AND ORDER APPROVING FGIC SETTLEMENT.	0.90	427.50
09/16/13	JTM	RESCAP STRATEGY MEETING WITH MARINUZZI ET.AL (1.0); SPECIAL BOARD MEETING RE CRO COMP (1.1) AND REVIEW OF BOARD PACKAGE RE SAME (1.3).	3.40	2,329.00

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DATE: 11/01/13
INVOICE #: 240562

FOR PROFESSIONAL SERVICES RENDERED AS OF SEPTEMBER 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/16/13	MC	REVIEW MERCER AND FTI DECKS (1.5); PARTICIPATION IN SPECIAL BOARD CALL (1.1).	2.60	1,482.00
09/16/13	RKD	REVIEW ORDER GRANTING NOTES TRUSTEE LEAVE TO AMEND (.9); CONTINUE REVIEW OF 57 DOCUMENTS AND PLEADINGS IN CONNECTION WITH PHASE ONE TRIAL (6.3).	7.20	3,780.00
09/17/13	JTM	CONTINUED PREP INCLUDING REVIEW OF MATERIALS IN CONNECTION WITH JSN PHASE 1 TRIAL (4.1) INCLUDING REVIEW AND ANALYSIS OF INTERCOMPANY ISSUES AND CLAIMS FOR DISCUSSION WITH INDEPENDANT DIRECTORS (3.2).	7.30	5,000.50
09/17/13	RKD	CONTINUED REVIEW OF INDENTURE AND RELATED DOCUMENTS IN CONNECTION WITH PHASE ONE TRIAL (6.3); CONTINUED ANALYSIS OF PLEADING AND CLAIMS IN CONNECTION WITH ADVISING DIRECTORS RE SAME (1.1).	7.40	3,885.00
09/18/13	DAP	CONF DAKIS RE: JSN TRIAL (.2); EMAIL J. LEVITT RE: SAME (.2).	0.40	230.00
09/18/13	JTM	O/C WITH MC RE TRIAL.	0.90	616.50
09/18/13	MC	REVIEW DOCKET AND RELATED FILINGS (1.4); O/C WITH JTM RE TRIAL AND PLEADINGS (.9).	2.30	1,311.00
09/18/13	NS	ANALYSIS OF INDIVIDUAL BORROWER STATEMENTS RE: PLAN AND D. STATEMENT (0.2); REVIEW MEMORANDUM ORDER APPROVING REQUESTS TO EXPAND BRIEF LENGTHS (0.2).	0.40	190.00
09/19/13	JTM	REVIEW MATERIALS FOR JSN TRIAL INCLUDING DECISIONS RE DISMISSAL OF CLAIMS, AMENDED COMPLAINT, JSN INDENTURE FOR DISCUSSION WITH INDEPENDENT BOARD MEMBERS.	7.40	5,069.00
09/19/13	MC	REVIEW BOARD PRESENTATIONS IN ADVANCE OF BOARD CALLS.	1.60	912.00
09/20/13	JTM	OCS RKD RE:MEMO TO DIRECTORS RE PLAN ISSUES (.4); CONTINUED REVIEW OF MATERIAL IN CONNECTION WITH JSN PHASE 1 TRIAL FOR DISCUSSION WITH INDEPENDENT DIRECTORS (4.4).	4.80	3,288.00
09/20/13	MC	PARTICIPATION IN BOARD MEETING (.7); FOLLOW-UP REPORT TO INDEPENDENT DIRECTORS (1.0).	1.70	969.00
09/20/13	RKD	REVIEW MEMORANDUM OPINION REGARDING MOTIONS TO DISMISS IN ADVERSARY PROCEEDING (1.1); REVIEW AMENDED SCHEDULING ORDER (.7); REVIEW AMENDED ORDER REGARDING MOTIONS TO DISMISS (.4); O/C WITH JTM RE MEMO TO DIRECTORS RE PLAN ISSUES (.4).	2.60	1,365.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/23/13	DAP	CONF JTM REGARDING JSN TRIAL AND CONFIRMATION STRATEGY CALL.	0.30	172.50
09/23/13	JTM	CONF. WITH DAP RE JSN TRIAL STRATEGY (.3); ALL HANDS STRATEGY CALL WITH MOFO (.4).	0.70	479.50
09/23/13	MC	REVIEW COURT FILINGS AND AGENDA.	1.90	1,083.00
09/24/13	JTM	REVIEW MATERIALS FOR JSN TRIAL INCLUDING COMMITTEE COMPLAINT AND ANALYSIS OF LEGAL ISSUES RE SAME FOR DISCUSSION WITH INDEPENDANT BOARD MEMBERS (4.3); REVIEW MINUTES OF BOARD MEETINGS (.8).	5.10	3,493.50
09/24/13	MC	REVIEW AND COMMENT ON DRAFT BOARD MINUTES.	0.90	513.00
09/24/13	NS	OUTLINE MEMO TO DIRECTORS RE: PLAN ISSUES.	0.20	95.00
09/25/13	JL	REVIEW 3 SETS OF DRAFT BOARD MINUTES (.5); CONFERENCE JTM RE SAME (.3).	0.80	484.00
09/25/13	JTM	REVIEW BOARD MINUTES (2.1); CONFERENCE WITH JL RE SAME (.3); CONTINUED ANALYSIS OF INTERCOMPANY ISSUES IN CONNECTION WITH JSN PHASE 1 TRIAL (2.3).	4.70	3,219.50
09/25/13	NS	REVIEW DISCLOSURE STMT OBJECTION BY HOMEOWNER.	0.40	190.00
09/26/13	JTM	REVIEW WEST DECLARATION FOR CRO FEE MOTION AND RELATED MATERIALS (.8) EMAILS RKD AND MC RE SAME (.3); TC CLIENT RE SAME (.3); TC ILANY RE TC TO DUBELL RE CRO COMP ISSUES (.4); REVIEW RKD PROPOSED MODS TO BOARD MINUTES (.4).	2.20	1,507.00
09/26/13	MC	REVISE DRAFT BOARD MINUTES.	1.30	741.00
09/26/13	RKD	REVISE BOARD MINUTES FOR SEPTEMBER 6 MEETING (.9); EMAILS WITH J MOLDOVAN REGARDING SAME (.2).	1.10	577.50
09/27/13	DAP	CONF JTM REGARDING CRO RETENTION LETTER ISSUE.	0.40	230.00
09/27/13	JTM	CALLS WITH ILLANY RE NEGOTIATIONS WITH DUBELL RE CRO COMP AND CLO ISSUES (.6); EMAILS TANENBAUM AND LORENZO RE SAME (.3); REVIEW AND REVISE CRO COMP APP AND OC RD RE SAME (1.6).; TC WEST RE SAME (.4); REVIEW MODIFIED APP AND ALL SUPPORTING DECLARATIONS (1.3).	4.40	3,014.00
09/27/13	MC	COMPLETE REVISIONS TO DRAFT MINUTES (1.2); EMAILS WITH TANENBAUM RE SAME (.7).	1.90	1,083.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
09/27/13	RKD	REVISE DRAFT AFFIDAVIT OF P WEST IN SUPPORT OF AMENDMENT TO CRO ENGAGEMENT LETTER (1.9); EMAILS WITH J MOLDOVAN REGARDING SAME (.3); REVISE DRAFT MOTION TO AMEND ENGAGEMENT LETTER (1.4); FURTHER REVISIONS TO DRAFT AFFIDAVIT (.7); EMAILS WITH G LEE, J MOLDOVAN AND M ROTHCHILD REGARDING SAME (.4); TELEPHONE CONFERENCE WITH M. ROTHCHILD REGARDING SAME (.2).	4.90	2,572.50
09/30/13	DAP	TELEPHONE CALL WITH MOFO CONCERNING WITNESSES FOR CONFIRMATION / JSN REGARDING TAX ALLOCATION ISSUES (.4); REVIEW TAX ALLOCATION ISSUES (.3); CONF. JTM RE: SAME (.2).	0.90	517.50
09/30/13	JTM	REVIEW MEMO RE VOTING PROCESS FOR INDEPENDANT DIRECTORS AND PLAN ISSUES (.7); CONF WITH DAP RE TAX ALLOCATION ISSUE (.2).	0.90	616.50
09/30/13	MC	REVIEW AND COMMENT ON REVISED DRAFTS OF BOARD MINUTES (1.7); T/C'S WITH WEST RE CASE STATUS (.5).	2.20	1,254.00
09/30/13	NS	COMPLETE MEMO TO DIRECTORS RE: PLAN ISSUES.	3.50	1,662.50
09/30/13	RKD	REVISE BOARD MINUTES FOR SEPTEMBER 6 MEETING (.9); EMAILS WITH J MOLDOVAN REGARDING SAME (.2).	1.10	577.50
TOTAL TASK CODE	B260	Board of Directors Matters	182.70	106236.50
GRAND TOTAL FEES			202.70	113,689.00
TOTAL FEES SERVICES				\$ 113,689.00

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
NS	NEIL SIEGEL	1.30	617.50
TJS	THOMAS J. SULLIVAN	9.10	2,275.00
SUBTOTAL	B110 Case Administration	10.40	2,892.50
B160	Fee/Employment Applications		
NS	NEIL SIEGEL	9.60	4,560.00

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
SUBTOTAL	B160 Fee/Employment Applications	9.60	4,560.00
B260	Board of Directors Matters		
DAP	DAVID PIEDRA	3.20	1,840.00
JL	JACK LEVY	0.80	484.00
JTM	JOSEPH T. MOLDOVAN	62.70	42,949.50
MC	MICHAEL CONNOLLY	32.40	18,468.00
RKD	ROBERT K. DAKIS	55.70	29,242.50
NS	NEIL SIEGEL	27.90	13,252.50
SUBTOTAL	B260 Board of Directors Matters	182.70	106,236.50
TOTAL FEES		202.70	113,689.00

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	10.40	2,892.50
B160	Fee/Employment Applications	9.60	4,560.00
B260	Board of Directors Matters	182.70	106,236.50
TOTAL FEES		202.70	113,689.00

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOUR	VALUE
DAP	DAVID PIEDRA	3.20	1,840.00
JL	JACK LEVY	0.80	484.00
JTM	JOSEPH T. MOLDOVAN	62.70	42,949.50
MC	MICHAEL CONNOLLY	32.40	18,468.00
RKD	ROBERT K. DAKIS	55.70	29,242.50
NS	NEIL SIEGEL	38.80	18,430.00
TJS	THOMAS J. SULLIVAN	9.10	2,275.00
TOTAL FEES		202.70	113,689.00

DISBURSEMENTS:

VALUE

TASK SUMMARY FOR EXPENSES:

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E105	TELEPHONE/FACSIMILE	1,715.96
E107	MESSENGER	165.50
E106	COURT SERVICES	1,347.70
	DATABASE SEARCH	422.89

TOTAL DISBURSEMENTS _____ \$ 3,652.05

TOTAL BALANCE DUE FOR THIS PERIOD _____ \$ 117,341.05

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DATE: 12/06/13
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TAMMY HAMZEHPOUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF OCTOBER 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
10/01/13	NS	REVIEW PLEADINGS FILED ON 10/1/13.	0.10	47.50
10/01/13	TJS	REVIEW PLEADINGS FILED ON 10/1/13 (.6); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.80	200.00
10/02/13	NS	REVIEW PLEADINGS FILED ON 10/2/13.	0.30	142.50
10/03/13	NS	REVIEW PLEADINGS FILED ON 10/3/13.	0.10	47.50
10/03/13	TJS	REVIEW PLEADINGS FILED ON 10/3/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.50	125.00
10/04/13	NS	REVIEW PLEADINGS FILED ON 10/4/13.	0.20	95.00
10/04/13	TJS	REVIEW PLEADINGS FILED ON 10/4/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.80	200.00
10/07/13	NS	REVIEW PLEADINGS FILED ON 10/7/13.	0.20	95.00
10/07/13	TJS	REVIEW PLEADINGS FILED ON 10/7/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.60	150.00
10/08/13	NS	REVIEW PLEADINGS FILED ON 10/8/13.	0.10	47.50
10/08/13	TJS	REVIEW PLEADINGS FILED ON 10/8/13 (.8); CIRCULATE KEY PLEADINGS TO TEAM (.3).	1.10	275.00
10/09/13	NS	REVIEW PLEADINGS FILED ON 10/9/13.	0.20	95.00
10/09/13	TJS	REVIEW PLEADINGS FILED ON 10/9/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.50	125.00
10/10/13	NS	REVIEW PLEADINGS FILED ON 10/10/13.	0.30	142.50
10/10/13	TJS	REVIEW PLEADINGS FILED ON 10/10/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.50	125.00
10/11/13	NS	REVIEW PLEADINGS FILED ON 10/11/13.	0.10	47.50
10/11/13	TJS	REVIEW PLEADINGS FILED ON 10/11/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.50	125.00
10/14/13	NS	REVIEW PLEADINGS FILED ON 10/14/13.	0.30	142.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/14/13	TJS	REVIEW PLEADINGS FILED ON 10/14/13 (.6); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.80	200.00
10/15/13	NS	REVIEW PLEADINGS FILED ON 10/15/13.	0.30	142.50
10/15/13	TJS	REVIEW PLEADINGS FILED ON 10/15/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.70	175.00
10/16/13	NS	REVIEW PLEADINGS FILED ON 10/16/13.	0.30	142.50
10/16/13	TJS	REVIEW PLEADINGS FILED ON 10/16/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.70	175.00
10/17/13	NS	REVIEW PLEADINGS FILED ON 10/17/13.	0.40	190.00
10/18/13	NS	REVIEW PLEADINGS FILED ON 10/18/13.	0.40	190.00
10/18/13	TJS	REVIEW ADVERSARY PROCEEDING DOCKETS FILED ON 10/18/13 (.6); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.80	200.00
10/21/13	NS	REVIEW PLEADINGS FILED ON 10/21/13.	0.20	95.00
10/21/13	TJS	REVIEW PLEADINGS FILED ON 10/21/13 (.7); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.80	200.00
10/21/13	TJS	REVIEW PLEADINGS FILED ON 10/21/13 (2.5); CIRCULATE KEY PLEADINGS TO TEAM (.4).	2.90	725.00
10/22/13	NS	REVIEW PLEADINGS FILED ON 10/22/13.	0.40	190.00
10/22/13	TJS	REVIEW PLEADINGS FILED ON 10/22/13 (1.1); CIRCULATE KEY PLEADINGS TO TEAM (.3).	1.40	350.00
10/23/13	NS	REVIEW PLEADINGS FILED ON 10/23/13.	0.40	190.00
10/23/13	TJS	REVIEW ADVERSARY PROCEEDING DOCKET FILED ON 10/23/13 (1.2); CIRCULATE KEY PLEADINGS TO TEAM (.5).	1.70	425.00
10/24/13	NS	REVIEW PLEADINGS FILED ON 10/24/13.	0.20	95.00
10/24/13	TJS	REVIEW PLEADINGS FILED ON 10/24/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.40	100.00
10/25/13	TJS	REVIEW PLEADINGS FILED ON 10/25/13 (1.1); CIRCULATE KEY PLEADINGS TO TEAM (.4).	1.50	375.00
10/28/13	TJS	REVIEW PLEADINGS FILED ON 10/28/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.80	200.00
10/29/13	TJS	REVIEW PLEADINGS FILED ON 10/29/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.4).	0.80	200.00
10/30/13	TJS	REVIEW PLEADINGS FILED ON 10/30/13 (.7); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.90	225.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/31/13	TJS	REVIEW PLEADINGS FILED ON 10/31/13 (1.5); CIRCULATE KEY PLEADINGS TO TEAM (.7).	2.20	550.00
10/31/13	TJS	REVIEW PLEADINGS FILED ON 10/31/13 (.); CIRCULATE KEY PLEADINGS TO TEAM (.).	1.10	275.00
TOTAL TASK CODE	B110	Case Administration	27.30	7837.50
TASK CODE	B160	Fee/Employment Applications		
10/29/13	NS	BEGIN DRAFTING NARRATIVE FOR FOURTH INTERIM FEE APPLICATION.	1.20	570.00
10/30/13	NS	CONTINUE DRAFTING FOURTH INTERIM FEE APPLICATION.	5.10	2,422.50
10/31/13	NS	CONTINUE DRAFTING NARRATIVE OF FOURTH INTERIM FEE APPLICATION.	1.10	522.50
TOTAL TASK CODE	B160	Fee/Employment Applications	7.40	3515.00
TASK CODE	B260	Board of Directors Matters		
10/01/13	DAP	TELEPHONE CONFERENCE CALL WITH MOFO CONCERNING PLAN CONFIRMATION DISCOVERY ISSUES (.9); EMAIL TO JAMIE LEVITT (.2); TELEPHONE CALL WITH JOHN MACK CONCERNING AUDIT COMMITTEE (.7); EMAIL CORRESPONDENCE RE: SAME (.3).	2.10	1,207.50
10/01/13	RKD	MONITOR HEARING ON CLAIMS OBJECTIONS (1.3); EMAILS WITH E RICHARDS REGARDING PLAN SUPPLEMENT (.4); REVIEW PORTION OF PLAN SUPPLEMENT -- DRAFT LITIGATION TRUST AGREEMENT (3.9).	4.60	2,415.00
10/02/13	JTM	CALLS TO BOARD MEMBERS RE UCC CLO ISSUES (1.1) ; EMAILS GARY LEE RE SAME (.2) EMAILS DIRECTORS RE BALLOT AND VOTING ISSUES (.9) -2.2	2.20	1,507.00
10/02/13	MC	REVIEW AUDIT COMMITTEE CHARTER AND MINUTES OF MEETING RE: INDEPENDENT DIRECTOR APPOINTMENTS AND ACTIONS (1.6); O/C RKD RE PLAN VOTING MEMO (.2).	1.80	1,026.00
10/02/13	RKD	OFFICE CONFERENCE WITH M CONNOLLY REGARDING MEMO TO BOARD ON PLAN VOTING (.2); REVISE MEMO TO BOARD ON PLAN PROCESS (1.3); EMAILS WITH BOARD REGARDING SAME (.4); FOLLOW UP EMAILS WITH BOARD MEMBERS REGARDING QUESTIONS ON PLAN PROCESS (.4); REVIEW REVISIONS TO TRUST AGREEMENT (1.3).	3.60	1,890.00
10/03/13	MC	PREPARATION FOR BOARD MEETING (.9); O/C'S RE: INDEPENDENT DIRECTOR ISSUES (.7).	1.60	912.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/03/13	NS	REVIEW HOMEOWNER'S PLAN CONFIRMATION OBJECTION.	0.10	47.50
10/04/13	DAP	EMAIL CORRESPONDENCE WITH R. DAKIS CONCERNING REVIEW OF DISCOVERY AND TRIAL PREPARATION MATERIALS FOR PHASE I JSN HEARING COMMENCING 10/15/13 FOR PURPOSES OF ADVISING INDEPENDENT MEMBERS (.3); BEGIN REVIEW OF TRIAL MATERIALS (2.5).	2.80	1,610.00
10/04/13	JTM	RESCAP - REVIEW EXPERT REPORTS, DEPOSITION TRANSCRIPTS FOR FACT WITNESSES, DEPOSITION DESIGNATIONS.	8.10	5,548.50
10/04/13	MC	PARTICIPATION IN BOARD MEETING (1.8); FOLLOW UP MEETING W/ INDEPENDENT DIRECTORS (.4); O/C'S (.2).	2.40	1,368.00
10/04/13	NS	REVIEW A HOMEOWNER'S PLAN CONFIRMATION OBJECTION (.1); REVIEW CONSUMER RESPONSE TO DEBTORS' OBJECTION TO CONSUMER'S R/STAY MOTION (.2); DRAFT E-MAIL TO DEBTORS' COUNSEL REQUESTING FURTHER BALLOTING INFORMATION DUE TO VARIATIONS IN SOLICITATION PACKAGES, REVIEW AND FORWARD REPLY WITH COMMENT (.4)	0.70	332.50
10/04/13	RKD	EMAILS WITH E. RICHARDS REGARDING FINAL EXPERT REPORTS AND DESIGNATIONS FOR JSN TRIAL (.3); EMAILS WITH DAP AND JTM REGARDING SAME (.2); BEGIN REVIEW OF DEPOSITION TRANSCRIPTS AND EXHIBITS IN PREPARATION FOR ADVISING BOARD ON JSN TRIAL (8.4).	8.90	4,672.50
10/06/13	RKD	REVIEW INSURANCE COMPANY COMMENTS TO POST-PETITION TRUST AGREEMENT (.9); CONTINUE REVIEW OF DEPOSITION DESIGNATIONS (1.9); BEGIN REVIEW OF EXPERT REPORTS FOR JSN TRIAL (8.9).	11.60	6,090.00
10/07/13	DAP	REVIEW DEPOSITION TRANSCRIPTS FOR JSN ADVERSARY PROCEEDING TRIAL PREPARATION (3.4); CONF DAKIS RE: SAME (.2).	3.60	2,070.00
10/07/13	JTM	REVIEW TRIAL MATERIALS INCLUDING DESIGNATIONS AND COUNTER DESIGNATIONS, CONTINUED REVIEW OF TRANSCRIPTS AND EXPERT REPORTS	9.20	6,302.00
10/07/13	MC	CONFERENCE W/ DAP RE: DISCOVERY REQUESTS (.6); REVIEW COURT FILINGS IN ADVANCE OF BOARD CALLS RE: SAME (.7).	1.30	741.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/07/13	RKD	CONTINUED REVIEW OF DEPOSITION TRANSCRIPTS IN PREPARATION FOR JSN TRIAL (8.4); REVIEW DRAFT LIQUIDATION TRUST AGREEMENT (1.3); REVIEW DRAFT BORROWER CLAIMS TRUST AGREEMENT (.9); REVIEW LIQUIDATING TRUST BOARD MANAGEMENT INFORMATION (.7); REVIEW ADDITIONAL EXPERT REPORTS IN PREPARATION FOR TRIAL (1).	13.30	6,982.50
10/08/13	JTM	REVIEW MATERIALS IN CONNECTION WITH JSN TRIAL.	7.10	4,863.50
10/08/13	MC	RESPOND TO INDEPENDENT DIRECTOR REQUESTS	1.60	912.00
10/08/13	RKD	CONTINUED REVIEW OF EXPERT REPORTS IN PREPARATION FOR TRIAL ON JSN ISSUES (2.1); REVIEW BACKUP FOR REPORTS IN CONNECTION WITH SAME (4.7).	6.80	3,570.00
10/09/13	DAP	O/C WITH JTM AND RKD REGARDING LEW KRUGER ORDER (.3).	0.30	172.50
10/09/13	JTM	ATTEND HEARING RE CRO COMP AND OTHER CALENDER ITEMS (2.1); EMAIL BOARD RE HEARING AND RELATED MATTERS (.2); REVIEW EXPERT REPORTS IN CONNECTION WITH JSN TRIAL (5.8); O/C WITH DAP AND RKD RE: KRUGER ORDER (.3).	8.40	5,754.00
10/09/13	RKD	MONITOR OMNIBUS HEARING, INCLUDING HEARING ON L. KRUGER RETENTION AND CLAIMS OBJECTIONS (2.9); OFFICE CONFERENCE WITH JTM REGARDING KRUGER RETENTION AND CLAIMS HEARING (.3); CONTINUE REVIEW OF DEPOSITION TRANSCRIPTS AND EXPERT REPORTS FOR TRIAL PREPARATION (3.7).	6.90	3,622.50
10/10/13	DAP	CONF JTM RE: CONFIRMATION ISSUES.	0.20	115.00
10/10/13	JTM	CONFERENCE WITH DAP RE: CONFIRMATION (.2); ATTEND TELEPHONIC DISCOVERY CONFERENCE (.8).	1.00	685.00
10/10/13	MC	REVIEW LEW KRUGER ORDER (.6); REVIEW DOCKET RE: ADVERSARY PROCEEDINGS, PLEADINGS (2.1).	2.70	1,539.00
10/11/13	DAP	REVIEWING EXPERT MATERIALS IN PREPARATION FOR PHASE I JSN TRIAL (6.5); EMAILS TED SMITH RE: PHASE I TRIAL (.2).	6.70	3,852.50
10/11/13	JTM	REVIEW MOTIONS IN LIMINE AND VARIOUS FILINGS RE EXPERT REPORTS.	3.10	2,123.50
10/11/13	MC	REVIEW WEEKLY REPORT RE BANKRUPTCY CASE STATUS (.7); REVIEW PLAN CONFIRMATION DOCUMENTS (1.6).	2.30	1,311.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/14/13	JTM	REVIEW PLAN SUPPLEMENT FILED BY COMMITTEE MOTIONS AND FINAL MATERIALS IN PREP FOR AND PRIOR TO JSN TRIAL	4.40	3,014.00
10/14/13	MC	REVIEW PLAN CONFIRMATION DOCUMENTS	3.00	1,710.00
10/14/13	RKD	REVIEW FINAL PRETRIAL ORDER (.3); ADDITIONAL DESIGNATIONS AND WITNESS LISTS (.7); EXPERT REPORTS (1.9); AND COMPLAINT AND OTHER FILED PLEADINGS (4.1) IN PREPARATION FOR TRIAL.	7.00	3,675.00
10/15/13	DAP	ATTEND COURT HEARING PHASE ONE OF JSN ADVERSARY PROCEEDING (7.0); MEETINGS WITH TED SMITH RE: SAME (1.0)	8.00	4,600.00
10/15/13	JTM	APPEAR AT JSN TRIAL (.8); AND REVIEW EXPERT REPORTS IN CONNECTION WITH SAME (8.0).	8.80	6,028.00
10/15/13	MC	REVIEW RECAP OF JSN ADVERSARY PROCEEDING (1.1); REVIEW OF PLAN CONFIRMATION DOCUMENTS (2.3).	3.40	1,938.00
10/15/13	RKD	MONITOR PORTIONS OF OPENING ARGUMENTS IN JSN TRIAL (6.3).	6.30	3,307.50
10/16/13	DAP	REPRESENT DIRECTORS IN COURT DURING PHASE 1 JSN ADVERSARY PROCEEDING (8.0).	8.00	4,600.00
10/16/13	JTM	PREP FOR AND ATTEND PORTIONS OF JSN TRIAL IN ORDER TO REPORT ON SAME TO DIRECTORS (6.6); ANALYSIS OF RESEARCH RE CONFORMATION ISSUES AS AFFECTING DIRECTORS INCLUDING RELEASES AND PLAN INJUNCTION (4.7).	11.30	7,740.50
10/16/13	MC	REVIEW RECAP OF JSN ADVERSARY TRIAL (.6); REVIEW PLAN CONFIRMATION DOCUMENTS (1.8).	2.40	1,368.00
10/16/13	RKD	PREPARE FOR (1.6) AND MONITOR JSN TRIAL IN ORDER TO ADVISE BOARD REGARDING SAME (8.1).	9.70	5,092.50
10/17/13	DAP	TEL ATTENDANCE AT PORTION OF JSN ADVERSARY PROCEEDING, PHASE 1 (6.0).	6.00	3,450.00
10/17/13	JTM	ATTEND PORTIONS OF JSN TRIAL (3.2); REVIEW MATERIALS IN CONNECTION WITH SAME INCLUDING ALL EXPERT REPORTS AND DEPOSITION TRANSCRIPTS (4.2).	7.40	5,069.00
10/17/13	MC	RESPOND TO INDEPENDENT DIRECTOR REQUEST FOR INFORMATION (1.2); RECAP OF JSN ADVERSARY TRIAL (.9).	2.10	1,197.00
10/17/13	RKD	PREPARE FOR (1.1) AND MONITOR JSN TRIAL IN ORDER TO ADVISE BOARD REGARDING SAME (8.4).	9.50	4,987.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/18/13	DAP	REVIEW MATERIALS AND ATTEND RESCAP BOARD MEETING (1.2)	1.20	690.00
10/18/13	JTM	RESCAP - REVIEW KEIP PROPOSAL AND PRESENTATION (.9); REVIEW TRIAL MATERIALS AND EXPERT REPORTS IN CONNECTION WITH JSN TRIAL (5.2)	6.10	4,178.50
10/18/13	MC	PREPARATION FOR (1.4) AND PARTICIPATION IN BOARD MEETING (1.6); REVIEW WEEKLY REPORT (.3); FOLLOW UP W/ INDEPENDENT DIRECTOS (.4)	3.70	2,109.00
10/18/13	NS	DRAFT TRANSMITTAL LETTER FOR PAM WEST'S ORIGINAL EXECUTED PLAN BALLOT.	0.20	95.00
10/21/13	DAP	ATTEND JSN TRIAL (6.5).	6.50	3,737.50
10/21/13	JTM	ATTEND PORTION OF JSN TRIAL.	3.00	2,055.00
10/21/13	NS	ANALYSIS OF FIVE PLEADINGS FILED BY WENDY NORA, AND 11 PLAN CONFIRMATION OBJECTIONS.	3.10	1,472.50
10/22/13	DAP	ATTEND JSN TRIAL (6.5); BEGIN REVIEW OF PLAN CONFIRMATION OBJECTIONS FILED (.8).	7.30	4,197.50
10/22/13	JTM	ATTEND PORTIONS OF JSN TRIAL IN ORDER TO PROVIDE ANALYSIS TO INDEPENDENT DIRECTORS (7.3); REVIEW CONFIRMATION OBJECTIONS FILED BY WELLS, UST, AND OTHERS (5.6).	12.90	8,836.50
10/22/13	NS	ANALYSIS OF FIVE (5) PLAN CONFIRMATION OBJECTIONS, AND OBJECTION TO KESSLER CLASS ACTION SETTLEMENT NOTICE.	3.50	1,662.50
10/22/13	RKD	PREPARE FOR (.7) AND MONITOR PORTIONS OF JSN TRIAL IN ORDER TO ADVISE BOARD REGARDING SAME (4.1); REVIEW OBJECTIONS TO PLAN OF REORGANIZATION (4.3).	9.10	4,777.50
10/23/13	DAP	ATTEND JSN TRIAL (6.9); TC WF AND MOCO TEAM WITH TED SMITH (.4); MEETING WITH JTM, RD, MC REGARDING CONFIRMATION ISSUES (1.6).	8.90	5,117.50
10/23/13	JTM	ATTEND JSN TRIAL (3.6); REVIEW CONFIRMATION OBJECTIONS (7.7); CALL WITH DAP, WF, RKD AND MOFO RE REVIEW OF CONFIRMATION OBJECTIONS (1.6).	12.90	8,836.50
10/23/13	MC	PARTICIPATION IN CONFERENCE CALL RE: OBJECTIONS TO JSN CLAIMS (1.6); REVIEW WELLS FARGO OBJECTION TO SAME (.5).	2.10	1,197.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/23/13	NS	ANALYSIS OF PORTIONS OF JSN PLAN OBJECTION AND EXPERT REPORT BY FORMER JG. LYONS RE: INDEPENDENT DIRECTOR ISSUES (2.5); REVIEW PLAN OBJECTION BY DEUTSCHE BANK, ET AL RE: SAME (0.4)	2.90	1,377.50
10/23/13	RKD	MONITOR PORTIONS OF JSN TRIAL IN ORDER TO ADVISE BOARD REGARDING SAME (5.7); REVIEW WELLS FARGO PLAN OBJECTION AND UST PLAN OBJECTION IN CONNECTION WITH TELEPHONE CONFERENCE RE SAME (1.2); TELEPHONE CONFERENCE WITH JTM, MC, WENDY FIEL, L MARINUZZI, G LEE, ET AL., REGARDING PLAN OBJECTION (1.6); REVIEW RESEARCH ON DIRECTOR ISSUES IMPLICATED IN PLAN OBJECTIONS (3.1).	11.60	6,090.00
10/23/13	WMF	TELEPHONE CONFERENCE WITH J. MOLDOVAN, R. DAKIS, M. CONNOLLY, D. PIEDRA AND MOFO TEAM REGARDING WELLS FARGO OBJECTION (1.6); REVIEW AND ANALYZE WELLS FARGO OBJECTION AND PRIOR MEMO REGARDING THIRD PARTY RELEASES; PREPARE FOR UPCOMING CONFERENCE (.9).	2.50	962.50
10/24/13	DAP	REVIEW CLAIMS OBJECTIONS (1.5); MEETING WITH JOE MOLDOVAN RE: SAME (.8); REVIEW LAW CONCERNING THIRD PARTY RELEASES (1.5); CONF R. DAKIS RE: SAME (.5).	4.30	2,472.50
10/24/13	JTM	REVIEW OF JSN OBJECTION (2.8); REVIEW OF OTHER OBJECTIONS TO CONFIRMATION AND EXHIBITS THERETO (3.8); O/C WITH DAP RE CLAIMS OBJECTIONS (.8); CONFERENCE WITH ROBERT DAKIS AND NEIL SIEGEL CONCERNING PREPARATION FOR CONFIRMATION HEARING (1.0).	8.40	5,754.00
10/24/13	MC	REVIEW OBJECTIONS TO PLAN CONFIRMATION	2.40	1,368.00
10/24/13	NS	CONFERENCE WITH J MOLDOVAN, R DAKIS RE: PORTIONS OF EXPERT REPORT BY FORMER JG. LYONS CONCERNING INDEPENDENT DIRECTOR ISSUES.	0.20	95.00
10/24/13	RKD	REVIEW MEMO REGARDING THIRD PARTY RELEASES IN PLANS OF REORGANIZATION (.7); FOLLOW UP RESEARCH REGARDING SAME (3.9); O/C WITH JTM AND NS REGARDING SAME (1.0); REVIEW DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION PROVISIONS REGARDING RELEASES (.9); DRAFTING INSERT TO CONFIRMATION BRIEF REGARDING RELEASES (1.7).	8.20	4,305.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/24/13	WMF	REVIEW CASELAW CITED IN WELLS FARGO OBJECTION; RESEARCH CASELAW REGARDING FACTORS TO DETERMINE WHETHER THIRD PARTY NON CONSENSUAL RELEASES ARE APPROPRIATE	4.00	1,540.00
10/25/13	DAP	CONFERENCE CALL WITH RKD AND JTM RE: PLAN RELEASE ISSUES CONCERNING D'S & O'S (.7); RESEARCH REGARDING THIRD PARTY RELEASES (2.2).	3.10	1,782.50
10/25/13	JTM	REVIEW OF EXPERT REPORTS INCLUDING JSN REPORT IN CONNECTION WITH CONCLUSIONS RE INDEPENDENT DIRECTORS (6.2); REVIEW OF NS ANALYSIS OF SAME (.7); CONTINUED REVIEW OF CONFIRMATION OBJECTIONS (2.2); CALLS WITH RKD AND DAP AND DEBTORS COUNSEL RE ALLY INDEMNIFICATION ISSUES AND DISCUSSION OF SAME WITH RKD (.7).	9.80	6,713.00
10/25/13	NS	DRAFT MEMO TO J MOLDOVAN, R DAKIS RE: PORTIONS OF EXPERT REPORT AUTHORED BY FORMER JG. LYONS SUPPORTIVE OF INDEPENDENT DIRECTORS ON FIDUCIARY BREACH, RELATED ISSUES.	5.50	2,612.50
10/25/13	RKD	CONTINUE DRAFTING INSERT TO CONFIRMATION BRIEF REGARDING RELEASES (2.8); REVIEW PLAN RELEASE PROVISIONS (.6); REVIEW EXAMINER REPORT PROVISIONS REGARDING ALLY INDEMNIFICATION PROVISIONS (1.1); CONFERENCE CALL WITH JTM, DAP AND L. MARINUZZI REGARDING RELEASE ISSUES (.7).	5.10	2,677.50
10/25/13	WMF	CONTINUED REVIEW OF CASELAW CITED IN WELLS FARGO OBJECTION; RESEARCH CASELAW REGARDING FACTORS TO DETERMINE WHETHER THIRD PARTY NON CONSENSUAL RELEASES ARE APPROPRIATE	3.80	1,463.00
10/27/13	JTM	REVIEW ADDITIONAL CONFIRMATION OBJECTIONS	6.30	4,315.50
10/28/13	DAP	RESEARCH AND REVIEW PROVISIONS ON EXCULPATION AND THIRD PARTY RELEASES AND PROPOSED DOJ/AG SETTLEMENT CARVEOUT LANGUAGE (.8); NUMEROUS TELEPHONE CALLS REGARDING SAME WITH MOFO, JTM, DAKIS RE SAME (1.2); REVIEW PLAN CONFIRMATION OBJECTIONS REGARDING EXCULPATION / THIRD PARTY RELEASES (.8).	2.80	1,610.00
10/28/13	JTM	REVIEW DRAFT CONFIRMATION BRIEF (6.7); NUMEROUS DISCUSSIONS WITH RKD, DAP AND MOFO RE DEPARTMENT OF JUSTICE CARVEOUT EXCULPATION AND RELEASE ISSUES (1.2).	7.90	5,411.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/28/13	RKD	BEGIN REVISIONS TO CONFIRMATION BRIEF (3.7); NUMEROUS CONFERENCES WITH JTM, DAP AND MOFO RE PLAN RELEASE (1.2); EMAILS WITH L. MARINUZZI REGARDING DOJ ISSUES (.3); REVIEW JSN OBJECTION TO PLAN IN CONNECTION WITH DRAFTING RESPONSES TO SAME (1.1).	6.30	3,307.50
10/29/13	DAP	REVIEW OF DRAFT CONFIRMATION BRIEF (1.6); O/C WITH RKD RE DOJ RELEASE CARVEOUT (.2).	1.80	1,035.00
10/29/13	MC	REVIEW OBJECTIONS TO PLAN CONTINUATION	2.40	1,368.00
10/29/13	RKD	CONTINUE REVISIONS TO CONFIRMATION BRIEF (1.9); REVIEW DOJ PROPOSED CARVE OUT FROM RELEASES (1.1); OFFICE CONFERENCE WITH DAP REGARDING SAME (.3); EMAILS WITH L. MARINUZZI REGARDING SAME (.4); REVISE DOJ CARVE OUT (1.3); FURTHER REVISIONS TO CONFIRMATION BRIEF (5.4).	10.40	5,460.00
10/30/13	DAP	PLAN CONFIRMATION OBJECTIONS (1.0); CONFERENCE WITH R. DAKIS REGARDING DOJ/AG CARVE OUT FROM CONFIRMATION ORDER (.5); TELEPHONE CALL WITH LORENZO RE: SAME (.5); EMAILS WITH TED SMITH RE: CONFIRMATION (.5).	2.50	1,437.50
10/30/13	JTM	DISCUSSIONS WITH DAKIS CONCERNING DOJ RELEASE AND EXCULPATION ISSUES AND REVIEW OF MATERIALS RELATED THERETO.	0.70	479.50
10/30/13	MC	CONFERENCE CALL AND OFFICE CONFERENCES WITH RKD RE: DOJ POSITION ON EXCULPATION AND INDEMNIFICATION (1.2); REVIEW PLAN CONFIRMATION BRIEF (1.9).	3.10	1,767.00
10/30/13	NS	CONFERENCE WITH R DAKIS, T SULLIVAN RE: UPCOMING MATTERS TO BE ADDRESSED	0.10	47.50
10/30/13	RKD	CONTINUE REVISIONS TO CONFIRMATION BRIEF TO ADDRESS DIRECTOR ISSUES (2.8); TELEPHONE CONFERENCE WITH MC AND L. MARINUZZI REGARDING DOJ ISSUES (1.2); T/C WITH JTM RE DOJ RELEASES (.7); EMAILS WITH JTM REGARDING SAME (.7); OFFICE CONFERENCE WITH NS AND TS REGARDING CASE UPDATE AND JSN LITIGATION SUMMARIES (.1).	6.00	3,150.00
10/31/13	DAP	ADDITIONAL CALLS REGARDING DOJ CARVE OUT LANGUAGE FROM CONFIRMATION ORDER (.6); EMAILS REGARDING SAME (.4); CONF WITH R. DAKIS REGARDING SAME (.4).	1.40	805.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
10/31/13	JTM	REVIEW DRAFT MINUTES PRIOR TO BOARD MEETING (.6); REVIEW E-MAILS AMONG TEAM INCLUDING MORRISON FOSTER AND MORRISON COHEN CONCERNING DRAFT LANGUAGE RELATING TO DOJ SETTLEMENT AND EXCULPATION ISSUES (.8)	1.40	959.00
10/31/13	MC	REVIEW MEMORANDUM OF LAW IN SUPPORT OF PLAN CONTINUATION	2.80	1,596.00
10/31/13	RKD	FURTHER REVISIONS TO CONFIRMATION BRIEF (1.9); FOLLOW UP RESEARCH IN CONNECTION WITH SAME (3.9).	5.80	3,045.00
TOTAL TASK CODE	B260	Board of Directors Matters	436.30	254989.00
GRAND TOTAL FEES			471.00	266,341.50
		TOTAL FEES SERVICES _____ \$		266,341.50

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
NS	NEIL SIEGEL	4.50	2,137.50
TJS	THOMAS J. SULLIVAN	22.80	5,700.00
SUBTOTAL	B110 Case Administration	27.30	7,837.50
B160	Fee/Employment Applications		
NS	NEIL SIEGEL	7.40	3,515.00
SUBTOTAL	B160 Fee/Employment Applications	7.40	3,515.00
B260	Board of Directors Matters		
DAP	DAVID PIEDRA	77.50	44,562.50
JTM	JOSEPH T. MOLDOVAN	140.40	96,174.00
MC	MICHAEL CONNOLLY	41.10	23,427.00
RKD	ROBERT K. DAKIS	150.70	79,117.50
NS	NEIL SIEGEL	16.30	7,742.50
WMF	WENDY M. FIEL	10.30	3,965.50

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TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
SUBTOTAL	B260 Board of Directors Matters	436.30	254,989.00
TOTAL FEES		471.00	266,341.50

TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	27.30	7,837.50
B160	Fee/Employment Applications	7.40	3,515.00
B260	Board of Directors Matters	436.30	254,989.00
TOTAL FEES		471.00	266,341.50

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DAP	DAVID PIEDRA	77.50	44,562.50
JTM	JOSEPH T. MOLDOVAN	140.40	96,174.00
MC	MICHAEL CONNOLLY	41.10	23,427.00
RKD	ROBERT K. DAKIS	150.70	79,117.50
NS	NEIL SIEGEL	28.20	13,395.00
WMF	WENDY M. FIEL	10.30	3,965.50
TJS	THOMAS J. SULLIVAN	22.80	5,700.00
TOTAL FEES		471.00	266,341.50

DISBURSEMENTS: VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	111.00
E124	DOCUMENT REPRODUCTION SERVICES	16.69
E101	SC PHOTOCOPYING	2.66
E101	SC IN HOUSE VOLUME PRINTING	152.88
E101	SC IN HOUSE VOLUME COLOR PRINTING	86.94
E108	MAIL	67.20
	MEALS	120.00
	DATABASE SEARCH	-209.30

TOTAL DISBURSEMENTS \$ 348.07

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TOTAL BALANCE DUE FOR THIS PERIOD	_____ \$	266,689.57
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DATE: 02/06/14
INVOICE #: 243337

TAMMY HAMZEHPUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF NOVEMBER 30, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE	B110	Case Administration		
11/01/13	TJS	REVIEW PLEADINGS FILED ON 11/1/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.50	125.00
11/05/13	TJS	REVIEW PLEADINGS FILED ON 11/5/13 (.3); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.50	125.00
11/06/13	TJS	REVIEW PLEADINGS FILED ON 11/6/13 (1.5); CIRCULATE KEY PLEADINGS TO TEAM (.3).	1.80	450.00
11/07/13	TJS	REVIEW PLEADINGS FILED ON 11/7/13 (1.1); CIRCULATE KEY PLEADINGS TO TEAM (.5).	1.60	400.00
11/12/13	TJS	REVIEW PLEADINGS FILED ON 11/12/13 (1.4); CIRCULATE KEY PLEADINGS TO TEAM (.3).	1.70	425.00
11/13/13	TJS	REVIEW PLEADINGS FILED ON 11/13/13 (.9); CIRCULATE KEY PLEADINGS TO TEAM (.3).	1.20	300.00
11/14/13	TJS	REVIEW PLEADINGS FILED ON 11/14/13 (3.7); CIRCULATE KEY PLEADINGS TO TEAM (.6).	4.30	1,075.00
11/18/13	TJS	REVIEW PLEADINGS FILED ON 11/18/13 (.6); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.90	225.00
11/19/13	TJS	REVIEW PLEADINGS FILED ON 11/19/13 (.5); CIRCULATE KEY PLEADINGS TO TEAM (.4).	0.90	225.00
11/20/13	TJS	REVIEW PLEADINGS FILED ON 11/20/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.1).	0.50	125.00
11/21/13	TJS	REVIEW PLEADINGS FILED ON 11/21/13 (.7); CIRCULATE KEY PLEADINGS TO TEAM (.2).	0.90	225.00
11/22/13	TJS	REVIEW PLEADINGS FILED ON 11/22/13 (.4); CIRCULATE KEY PLEADINGS TO TEAM (.4).	0.80	200.00
11/25/13	TJS	REVIEW PLEADINGS FILED ON 11/25/13 (.6); CIRCULATE KEY PLEADINGS TO TEAM (.3).	0.90	225.00
TOTAL TASK CODE	B110	Case Administration	16.50	4125.00
TASK CODE	B160	Fee/Employment Applications		

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/04/13	NS	DRAFT PORTIONS OF FOURTH INTERIM FEE APPLICATION.	1.80	855.00
11/05/13	NS	DRAFT ADDITIONAL PORTIONS OF FOURTH INTERIM FEE APPLICATION.	6.90	3,277.50
11/05/13	TJS	PREPARE FEE APPLICATION CHART RE: DISBURSEMENTS PER R. DAKIS.	1.80	450.00
11/06/13	NS	DRAFT REMAINING PORTIONS OF DISCUSSION FOR FOURTH INTERIM FEE APPLICATION.	6.90	3,277.50
11/07/13	NS	DRAFT, REVISE CHARTS FOR FOURTH INTERIM FEE APPLICATION.	4.70	2,232.50
11/07/13	TJS	WORK ON FEE APPLICATION DISBURSEMENTS EXHIBIT.	3.80	950.00
11/08/13	NS	REVISE FOURTH INTERIM FEE APPLICATION.	2.10	997.50
11/09/13	TJS	REVISE FEE APPLICATION DISBURSEMENTS EXHIBITS.	4.00	1,000.00
11/11/13	NS	REVISE DISCUSSION SECTION OF FOURTH INTERIM FEE APPLICATION.	6.10	2,897.50
11/12/13	NS	REVISE AND SUPPLEMENT THE FOURTH INTERIM FEE APPLICATION.	4.80	2,280.00
11/13/13	NS	DRAFT FURTHER SUPPLEMENTS TO THE FOURTH INTERIM FEE APPLICATION.	3.20	1,520.00
11/14/13	TJS	PREPARE EXPENSE DETAIL FOR FOURTH INTERIM FEE APPLICATION.	3.20	800.00
11/18/13	TJS	PREPARE DOCUMENTS RE: FEE APPLICATION FILING PER R. DAKIS.	1.30	325.00
TOTAL TASK CODE	B160	Fee/Employment Applications	50.60	20862.50
TASK CODE	B260	Board of Directors Matters		
11/01/13	DAP	PREP FOR AND ATTEND BOARD OF DIRECTORS MEETING (1.2); CONFERENCE CALL WITH INDEPENDENT DIRECTORS (.5); EMAIL CORRESPONDENCE REGARDING DOJ CARVE OUT LANGUAGE (.5).	2.20	1,265.00
11/01/13	JTM	BOARD CALL (1.1); REVIEW PLAINTIFF'S PHASE 1 POST TRIAL BRIEF AND PROPOSED FINDINGS OF FACT (2.7).	3.80	2,603.00
11/01/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (1.2); CONFERENCE CALL W/ OUTSIDE DIRECTORS (.9); REVIEW DOJ SETTLEMENT (1.1).	3.20	1,824.00
11/01/13	NS	LEGAL RESEARCH AND DIRECTOR RELEASES.	7.00	3,325.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/01/13	RKD	REVIEW DEBTOR AND COMMITTEE PROPOSED FINDINGS OF FACT AND CONCLUSIONS OF LAW IN CONNECTION WITH PHASE ONE TRIAL SUMMARIES (2.7); PARTICIPATE IN CALL WITH BOARD OF DIRECTORS (1.1); REVIEW LATEST DRAFT OF DOJ CARVE OUT TO RELEASES (2.3).	6.10	3,202.50
11/01/13	TJS	PREPARE DOCUMENTS SUMMARY OF POST-TRIAL JSN BRIEF PER R. DAKIS.	1.20	300.00
11/03/13	DAP	EMAIL CORRESPONDENCE WITH MOFO RE: DOJ CARVEOUT FOR PLAN CONFIRMATION (.3); REVIEW PROPOSED REVISED CARVE-OUT (.4).	0.70	402.50
11/04/13	DAP	REVIEW JSN POST-TRIAL BRIEFS FROM COMMITTEE AND FROM JSNS (4.5); CONFERENCE WITH R. DAKIS RE: SAME (.3); EMAIL CORRESPONDENCE TED SMITH RE: SAME (.3).	5.10	2,932.50
11/04/13	MC	REVIEW SUMMARY OF POST TRIAL MEMORANDA OF LAW AND UNDERLYING DOCUMENTS (3.1); CALLS WITH OUTSIDE DIRECTORS (.4); FOLLOW UP RE: REQUEST FOR INFORMATION FROM DEBTOR (.3)	3.80	2,166.00
11/04/13	NS	MONITOR STATUS CONFERENCE RE: PLAN CONFIRMATION OBJECTIONS, PROPOSED SETTLEMENTS.	1.00	475.00
11/04/13	RKD	REVIEW JOINT POST-TRIAL SUBMISSION BY DEBTORS AND COMMITTEE IN CONNECTION WITH SUMMARIZING SAME FOR BOARD (2.6); O/C WITH DAP RE CONFIRMATION (.3); REVISE N. SIEGEL SUMMARY OF SAME (8.7).	11.60	6,090.00
11/04/13	TJS	PREPARE DOCUMENTS SUMMARY OF POST-TRIAL JSN BRIEF PER R. DAKIS.	6.50	1,625.00
11/05/13	DAP	REVIEW JSN POST-TRIAL SUBMISSIONS (.8); CONFS R. DAKIS RE: SAME (.3); EMAIL DIRECTOR E. SMITH (.2).	1.30	747.50
11/05/13	MC	REVIEW SUMMARY OF PLAINTIFFS POST-TRIAL BRIEF AND UNDERLYING DOCUMENTS	2.90	1,653.00
11/05/13	RKD	REVIEW JSN POST-TRIAL MEMORANDUM (2.8); O/C WITH DAP RE SAME (.3); REVISE T. SULLIVAN SUMMARY TO BOARD OF SAME (8.3); EMAILS WITH JTM, MC, DAP REGARDING SAME (.4).	11.80	6,195.00
11/05/13	TJS	PREPARE DOCUMENTS SUMMARY OF POST-TRIAL JSN BRIEF PER R. DAKIS.	4.00	1,000.00
11/06/13	DAP	PREP FOR AND ATTEND CLOSING ARGUMENTS IN JSN ADVERSARY PROCEEDING TRIAL (5.5); CONFERENCE WITH INDEPENDENT DIRECTOR TED SMITH (1.0).	6.50	3,737.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/06/13	RKD	REPRESENT BOARD OF DIRECTORS AT CLOSING ARGUMENTS FOR PHASE ONE TRIAL (7.9); REVIEW JSN PROPOSED FINDINGS OF FACT AND CONCLUSIONS OF LAW IN CONNECTION WITH SAME (2.7).	10.60	5,565.00
11/07/13	DAP	REVIEW EMAIL FROM L. MARINUZZI RE: LATEST DOJ CARVEOUT LANGUAGE FROM WED EVENING (.3); CONF. R. DAKIS RE: SAME (.3); REVIEW REVISED DRAFT DOJ CARVEOUT LANGUAGE RECEIVED THUR (.3); EMAIL W/ LM CORRESPONDENCE RE: LIMITATIONS OF RELEASE (.3).	1.20	690.00
11/07/13	MC	REVIEW JSN PLEADINGS (1.7); CORRESPONDENCE; O/C'S WITH INDEPENDENT DIRECTORS RE SAME (.6).	2.30	1,311.00
11/07/13	RKD	REVIEW CURRENT FORM OF DOJ CARVE OUT (1.7); OFFICE CONFERENCES WITH DAP REGARDING SAME (.3); REVIEW FURTHER REVISED FORMS OF DOJ CARVE OUT (2.3); EMAILS WITH DAP REGARDING SCOPE OF CARVE OUT (.4); REVIEW PROPOSED WITNESS AND EXHIBIT LISTS FOR PHASE 2 TRIAL (1.1); REVIEW DOCUMENTS ON EXHIBIT LIST IN PREPARATION FOR REPRESENTING BOARD AT TRIAL (4.8).	11.60	6,090.00
11/08/13	DAP	EXTENSIVE EMAIL CORRESPONDENCE REGARDING DOJ CARVEOUT ISSUE (1.0); CONFERENCES WITH R. DAKIS RE: SAME AND STRATEGY FOR CONFIRMATION REGARDING THIRD PARTY RELEASE ISSUES (.8).	1.80	1,035.00
11/08/13	MC	RESPOND TO REQUESTS FOR INFORMATION FROM DEBTOR (1.1); REVIEW WEEKLY REPORTS (.8); O/C'S (.2).	2.10	1,197.00
11/08/13	RKD	REVIEW REVISED FORM OF DOJ CARVE OUT (1.3); EMAILS WITH L. MARINUZZI REGARDING SAME (.3); REVIEW CONFIRMATION OBJECTIONS IN ADVANCE OF HEARING ON SAME (1.0); O/C WITH DAP RE CARVE OUT (.8).	3.40	1,785.00
11/11/13	DAP	REVIEW INSERT FOR CONFIRMATION BRIEF REGARDING THIRD PARTY RELEASES (1.2); CONF WITH R. DAKIS RE: SAME (.4); TELEPHONE CALL WITH LORENZO MARINUZZI (.4); REVIEW LATEST DRAFT DOJ / THIRD PARTY RELEASE AND EXCULPATION ISSUES (.6).	2.60	1,495.00
11/11/13	MC	RESPOND TO REQUESTS FOR INFORMATION FROM DEBTOR (.6); CORRESPONDENCE W/ INDEPENDENT DIRECTORS (.3).	0.90	513.00
11/11/13	MC	RESPOND TO REQUESTS FOR INFORMATION FROM DEBTOR (.6); CORRESPONDENCE WITH INDEPENDENT DIRECTORS (.3).	0.90	513.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/12/13	DAP	REVIEW LATEST DRAFT FROM LORENZO RE: DOJ EXCULPATION (.6); CONF R. DAKIS RE: SAME (.6); TELEPHONE CONFERENCE CALL WITH LORENZO RE: SAME (.8); TELEPHONE CALL WITH M. CONNOLLY RE: INDEPENDENT DIRECTOR MEETING (.5); EMAIL CORRESPONDENCE RE: SAME (.5); REVIEW SECOND REVISED DOJ DRAFT EXCULPATION/RELEASE CARVEOUT (.5)	3.50	2,012.50
11/12/13	JTM	REVIEW MEMO RE JSN'S EXPERT REPORTS AND THE REPORTS ATTACHED TO THE DECLARATION IN SUPPORT OF THEIR PLAN CONFIRMATION OBJECTION IN CONNECTION WITH CONFIRMATION ISSUES AND PREP.	6.80	4,658.00
11/12/13	MC	ARRANGE CONFERENCE CALL W/ OUTSIDE DIRECTORS RE: DOJ ISSUES (.7); O/C'S, T/C'S RE: SAME (1.1).	1.80	1,026.00
11/12/13	RKD	REVIEW REVISED PROPOSAL FROM DOJ REGARDING PLAN RELEASES (.7); OFFICE CONFERENCE WITH DAP AND MC REGARDING SAME (.6); TELEPHONE CONFERENCE WITH L. MARINUZZI, DAP AND MC REGARDING SAME (.8).	2.00	1,050.00
11/13/13	DAP	ATTEND BOARD OF DIRECTORS MEETING RE: DOJ EXCULPATION, CONFIRMATION AND RELATED MATTERS (.9); OFFICE CONFERENCE RE: SAME (.6).	1.20	690.00
11/13/13	JTM	MTG WITH NS, RD, RE BOARD CALL AND CONFIRMATION ISSUES (.5); BOARD CALL RE DOJ ISSUES (1); PREP FOR CONFIRMATION HEARING (4.1); REVIEW MBIA BRIEF IN SUPPORT OF CONFIRMATION AND OTHER RELATED FILINGS (2.6).	8.20	5,617.00
11/13/13	MC	CONFERENCE CALL W/ OUTSIDE DIRECTORS (.9); O/C WITH RKD AND DAP RE SAME (.6); REVIEW PLAN CONTINUATION BRIEFS (2.6).	4.10	2,337.00
11/13/13	RKD	OFFICE CONFERENCE WITH JTM, DAP AND MC REGARDING PLAN RELEASES (.6); ATTEND SPECIAL INDEPENDENT DIRECTOR CALL REGARDING SAME (1.1); REVIEW PLAN DOCUMENTS TO RESPOND TO QUESTIONS FROM THE BOARD OF DIRECTORS (1.9); DRAFT EMAILS TO BOARD REGARDING SAME (.3).	3.90	2,047.50
11/14/13	JTM	REVIEW UCC MOTION RE LYONS TESTIMONY (.8); APPEARANCE AT PHASE 2 PRETRIAL CONFERENCE (.9); REVIEW OF DECLARATIONS FILED IN CONNECTION WITH SAME (2.1).	3.80	2,603.00
11/14/13	MC	REVIEW RESPONSES TO OPPOSITION TO PLAN CONTINUATION	3.30	1,881.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/15/13	DAP	REVIEW AND ANALYZE DECISION ON JSN TRIAL (3.5); EMAIL JL MOFO RE: SAME (.2); CONF R. DAKIS RE: PREP BOARD FOR CONFIRMATION HEARINGS (.3)	4.00	2,300.00
11/15/13	JTM	ATTEND BOARD CALL (1.0); CONTINUED REVIEW OF FILINGS IN CONNECTION WITH PHASE 2 TRIAL AND CONFIRMATION HEARING (4.2); REVIEW GLENN DECISION ON PHASE 1 (2.4).	7.70	5,274.50
11/15/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (.7); REVIEW PHASE I ORDER (3.3); REVIEW SUMMARY REPORT (.2).	4.20	2,394.00
11/15/13	NS	ANALYZE MEMORANDUM OPINION AND ORDER ON PHASE I JSN TRIAL.	0.50	237.50
11/15/13	RKD	REVIEW COURT'S MEMORANDUM OPINION RESOLVING PHASE ONE ISSUES (3.9); DRAFT EMAILS TO JTM AND DAP REGARDING SAME (2.1); PARTICIPATE IN STATUS CONFERENCE IN ADVANCE OF CONFIRMATION HEARING (1.1); REVIEW WITNESS STATEMENTS AND EXHIBIT LISTS TO ANSWER DIRECTOR QUESTIONS REGARDING PHASE 2 TRIAL ISSUES (1.7).	8.80	4,620.00
11/16/13	JTM	REVIEW 1ST AMENDED PLAN AND OBJECTIONS TO CONFIRMATION.	3.70	2,534.50
11/17/13	JTM	REVIEW MEMORANDA OF LAW FROM VARIOUS PARTIES IN CONNECTION WITH CONFIRMATION AND PHASE 2 ISSUES, DECLARATIONS RE EXPERT MATERIAL RE SAME, PREP FOR HEARING IN ORDER TO ADVISE BOARD RE SAME 7.7)	7.70	5,274.50
11/18/13	DAP	REVIEW REMAINING CONFIRMATION OBJECTIONS AND CONFIRMATION BRIEFS IN PREPARATION FOR CONFIRMATION HEARINGS.	2.80	1,610.00
11/18/13	JTM	CALLS THROUGHOUT DAY WITH DIRECTORS RE CONFIRMATION ISSUES (2.1); PREP FOR CONFIRMATION HEARING INCLUDING REVIEW OF EXPERT AND WITNESS DECLARATIONS (3.6); REVIEW MEMORANDA OF LAW (2.8); DEPOSITIONS AND RELATED EVIDENCE (2.1); REVIEW PHASE 2 PRE TRIAL ORDER (2.7).	13.30	9,110.50
11/18/13	MC	PREPARATION FOR PLAN CONFIRMATION HEARING.	3.90	2,223.00
11/18/13	RKD	REVIEW CHART OF REMAINING PLAN OBJECTIONS (.6); REVIEW REVISED PLAN AND DISCLOSURE STATEMENT (1.1); REVIEW PROPOSED PRETRIAL ORDER REGARDING PHASE 2 ISSUES (3.1); RESPOND TO DIRECTOR QUESTIONS REGARDING CONFIRMATION ISSUES (.6).	5.40	2,835.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/19/13	DAP	PREP FOR AND ATTEND HEARING ON CONFIRMATION (8.0); MEETING WITH BOARD MEMBERS RE: SAME (.7).	8.70	5,002.50
11/19/13	JTM	APPEAR AND ATTEND RESCAP JSN PHASE 2 AND CONFIRMATION HEARING WITH BOARD OF DIRECTORS (7.8); POST HEARING MEETING WITH INDEPENDENT DIRECTORS (3.1); REVIEW MATERIAL FOR DAY 2 OF HEARING (3.2).	14.10	9,658.50
11/19/13	MC	ATTENDANCE AT PORTION OF TRIAL (5.5); POST-HEARING MEETINGS W/ CLIENTS (3.1).	8.60	4,902.00
11/19/13	RKD	REVIEW MOTION IN SUPPORT OF CONFIRMATION AND OBJECTIONS TO SAME IN CONNECTION WITH DIRECTOR QUESTIONS AT CONFIRMATION HEARING (1.9); REPRESENT DIRECTORS AT CONFIRMATION HEARING (7.2); FOLLOW UP MEETING WITH DIRECTORS (.4).	9.50	4,987.50
11/19/13	TJS	ATTEND COURT RE: PHASE II TRIAL WITH R. DAKIS.	3.00	750.00
11/20/13	DAP	PREP FOR AND ATTEND HEARING ON CONFIRMATION.	8.00	4,600.00
11/20/13	JTM	APPEAR AND ATTEND RESCAP JSN PHASE 2 AND CONFIRMATION HEARING WITH BOARD OF DIRECTORS (7.6); POST HEARING MEETING WITH DIRECTORS (3.9); REVIEW MATERIAL FOR DAY 3 OF HEARING INCLUDING SUPPLEMENTAL OBJECTION FILED BY JSNS (2.1).	13.60	9,316.00
11/20/13	MC	PARTICIPATE IN PORTION OF STATUS REPORTS ON TRIAL.	0.90	513.00
11/20/13	RKD	REVIEW WITNESS STATEMENTS IN PREPARATION FOR SECOND DAY OF CONFIRMATION HEARING (1.7); REPRESENT DIRECTORS AT CONFIRMATION HEARING (6.1).	7.80	4,095.00
11/20/13	TJS	ATTEND COURT RE: PHASE II TRIAL WITH R. DAKIS. PREPARE ELECTRONIC COURT LINKS FOR ATTENDEE.	3.80	950.00
11/21/13	DAP	PREP FOR AND ATTEND HEARING ON CONFIRMATION.	8.00	4,600.00
11/21/13	JTM	APPEAR AND ATTEND RESCAP JSN PHASE 2 AND CONFIRMATION HEARING WITH BOARD OF DIRECTORS (6.8); REVIEW MATERIAL FOR POST HEARING FILINGS (3.8).	10.60	7,261.00
11/21/13	RKD	PREPARE FOR CONFIRMATION HEARING (2.1); REPRESENT DIRECTORS AT CONFIRMATION HEARING (5.9).	8.00	4,200.00
11/21/13	TJS	ATTEND COURT RE: PHASE II TRIAL WITH R. DAKIS.	2.30	575.00
11/22/13	DAP	PREP FOR AND ATTEND HEARING ON CONFIRMATION (6.0).	6.00	3,450.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/22/13	JTM	ATTEND PHASE 2 AND CONFIRMATION HEARING WITH BOARD OF DIRECTORS (4.4); MTG WITH BOARD RE SAME (1.3); REVIEW FAZIO DEPOSITION AND EXPERT REPORT (2.9).	8.60	5,891.00
11/22/13	RKD	REPRESENT DIRECTORS AT CONFIRMATION HEARING.	6.80	3,570.00
11/25/13	DAP	PREP FOR AND ATTEND PORTION OF HEARING ON CONFIRMATION.	2.00	1,150.00
11/25/13	JTM	ATTEND FINAL DAY OF CONFIRMATION AND JSN PHASE 2 HEARING (2.1); CALLS WITH DIRECTORS RE SAME (.8); REVIEW JSN BRIEF TO STRIKE PARTS OF RENZI DIRECT (4); EMAILS RE BOARD CALL AGENDA (.3).	3.60	2,466.00
11/25/13	MC	REVIEW MOTION TO EXCLUDE TESTIMONY (2.6); RESPOND TO DIRECTOR INQUIRIES RE CONFIRMATION HEARING (1.3).	3.90	2,223.00
11/26/13	JTM	REVIEW JSN EVIDENTIARY SUBMISSIONS (1.2); CALLS WITH BOARD MEMBERS RE RETENTION OF EMPLOYEES POST EFFECTIVE DATE (1.3); CALLS WITH MOFO COUNSEL RE SAME (.7); OCS RD RE SAME (.4); ANALYSIS OF SAME VIS BOARD POWER AND LIQUIDATING TRUST TRUSTEES (2.2); REVIEW BOARD PACKAGE AND KEIP MATERIALS (2.1).	7.90	5,411.50
11/26/13	MC	CONFERENCE CALLS W/ OUTSIDE DIRECTORS (1.5); PREPARATION FOR BOARD MEETING (2.1).	3.60	2,052.00
11/26/13	NS	ANALYSIS OF LIQUIDATING TRUST AGREEMENT, UPDATED AGREEMENT, AND SUBSEQUENT DOCKET ENTRIES RE: IDENTIFICATION OF TRUSTEES AND REPORT TO JOSEPH MOLDOVAN RE: FINDINGS.	1.30	617.50
11/27/13	DAP	PREP FOR AND ATTEND BOARD OF DIRECTORS CALL (1.7); CONF JTM RE: SAME (.4); TELEPHONE CALL DAKIS, MOLDOVAN, TAMMY HAMZEHPUR REGARDING KEIP/KERP/SEVERANCE ISSUES (.4); REVISED PROPOSED LETTER TO BOARD OF LIQUIDATING TRUST (1.8).	4.30	2,472.50
11/27/13	JTM	REVIEW DRAFT BOARD LETTER TO BOARD OF LIQUIDATING TRUST RE EMPLOYEE RETENTION, REVISIONS THERETO (1.1); T/C RKD, DAP AND TH RE SAME (.4); REVIEW PLAN IN CONNECTION WITH SAME (1.1).	2.60	1,781.00

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
11/27/13	RKD	ATTEND BOARD OF DIRECTORS CALL (1); FOLLOW UP CALL WITH J. MOLDOVAN, D. PIEDRA AND T. HAMZEHPUR REGARDING COMPENSATION COMMITTEE ISSUES (.4); DRAFT LETTER FROM COMPENSATION COMMITTEE REGARDING SAME (1.1); EMAILS WITH JTM AND DP REGARDING SAME (.4).	2.90	1,522.50
TOTAL TASK CODE	B260	Board of Directors Matters	377.10	216090.50
GRAND TOTAL FEES			444.20	241,078.00
TOTAL FEES SERVICES				\$ 241,078.00

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
TJS	THOMAS J. SULLIVAN	16.50	4,125.00
SUBTOTAL	B110 Case Administration	16.50	4,125.00
B160	Fee/Employment Applications		
NS	NEIL SIEGEL	36.50	17,337.50
TJS	THOMAS J. SULLIVAN	14.10	3,525.00
SUBTOTAL	B160 Fee/Employment Applications	50.60	20,862.50
B260	Board of Directors Matters		
DAP	DAVID PIEDRA	69.90	40,192.50
JTM	JOSEPH T. MOLDOVAN	116.00	79,460.00
MC	MICHAEL CONNOLLY	50.40	28,728.00
RKD	ROBERT K. DAKIS	110.20	57,855.00
NS	NEIL SIEGEL	9.80	4,655.00
TJS	THOMAS J. SULLIVAN	20.80	5,200.00
SUBTOTAL	B260 Board of Directors Matters	377.10	216,090.50
TOTAL FEES		444.20	241,078.00

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DATE: 02/06/14
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TASK SUMMARY FOR FEES:

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	16.50	4,125.00
B160	Fee/Employment Applications	50.60	20,862.50
B260	Board of Directors Matters	377.10	216,090.50
TOTAL FEES		444.20	241,078.00

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOUR	VALUE
DAP	DAVID PIEDRA	69.90	40,192.50
JTM	JOSEPH T. MOLDOVAN	116.00	79,460.00
MC	MICHAEL CONNOLLY	50.40	28,728.00
RKD	ROBERT K. DAKIS	110.20	57,855.00
NS	NEIL SIEGEL	46.30	21,992.50
TJS	THOMAS J. SULLIVAN	51.40	12,850.00
TOTAL FEES		444.20	241,078.00

DISBURSEMENTS:

VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	3,675.48
E101	SC PHOTOCOPYING	186.34
E101	SC IN HOUSE VOLUME PRINTING	102.34
E101	SC IN HOUSE VOLUME COLOR PRINTING	5.04
E107	MESSENGER	175.00
	MEALS	240.86
	PROFESSIONAL FEES	822.25

TOTAL DISBURSEMENTS \$ 5,207.31

TOTAL BALANCE DUE FOR THIS PERIOD \$ 246,285.31

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DATE: 02/06/14
INVOICE #: 243441

TAMMY HAMZEHPOUR, GENERAL COUNSEL
GMAC RESCAP
ONE MERIDIAN CROSSINGS, SUITE 100
MINNEAPOLIS, MN 55423

TAXPAYER IDENTIFICATION
NUMBER 13-3205994

FOR PROFESSIONAL SERVICES RENDERED AS OF DECEMBER 31, 2013

DATE	ATTY	DESCRIPTION	HOURS	VALUE
TASK CODE B110		Case Administration		
12/02/13	TJS	PREPARE DOCKET AND DOCUMENT UPDATES AND COURT CALLS PER R. DAKIS.	1.10	275.00
12/10/13	TJS	PREPARE DOCKET AND DOCUMENT UPDATES AND COURT CALLS PER R. DAKIS.	0.70	175.00
TOTAL TASK CODE B110		Case Administration	1.80	450.00
TASK CODE B260		Board of Directors Matters		
12/02/13	DAP	EMAIL FROM SELENA LINDE RE: ACE INSURANCE SETTLEMENT ISSUE (.3); REVIEW PROPOSED SETTLEMENT DOCUMENTS AND MOTION (2.0); CONF JTM RE: SAME (.5); CONFERENCE CALL WITH SELENA LINDE (.3).	3.00	1,725.00
12/02/13	JTM	CALL FROM INSURANCE COUNSEL RE PROPOSED ALLY SETTLEMENT (.1); REVIEW PROPOSED SETTLEMENT AND RELATED MATERIALS (1.3); CALL WITH SELINDA LINDE AND DAIVD PIEDRA RE SAME (.3); REVIEW INSURANCE SETTLEMENT MOTION, PLAN SUPPORT AGREEMENT, RELATED DOCS (2.4); PREP LETTER TO UCC RE EMPLOYEE RETENTION CONCERNS (2.2) CALLS WITH BOARD MEMBERS RE SAME (.6).	6.90	4,726.50
12/02/13	MC	REVIEW COURT FILINGS.	2.40	1,368.00
12/03/13	DAP	CONF JTM RE: INSURANCE SETTLEMENT WITH ACE (.5); TELEPHONE CALL SELENA LINDE (.5); REVIEW SETTLEMENT AGREEMENT, AND MOTION TO APPROVE SETTLEMENT AGREEMENT AND PROVIDE COMMENTS (2.5); REVIEW PLAN SUPPORT AGREEMENT AND PLAN RELATING TO INSURANCE ISSUES AND AFFECTED POLICIES (1.4); EMAIL TO JOEL HAIMS MOFO (.2); EMAIL TO SELENA LINDE (.2); TC JOEL HAIMS (.2); EMAIL JORDAN WISHNEW (.2); REVIEW EMAIL CORRESPONDENCE RE: SAME (.2).	5.90	3,392.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/03/13	JTM	MEETING RE INSURANCE SETTLEMENT WITH DAP (.5) CALLS WITH IDAP AND INSURANCE COUNSEL RE SAME (.5); REVIEW SETTLEMENT AGMT AND RELATED MOTIONS WITH DAP AND PROVIDE COMMENTS TO INS. COUNSEL (2.4); OC RD RE 2014 EMPLOYEE RETENTION AGREEMENTS AND REVISE LETTER TO LIQUIDATING TRUST BOARD RE SAME (1.6); TC JIM TANENBAUM RE SAME (.2); TC TAMMY RE SAME (.4); REVISE LTR TO UCC RE EMPLOYEES (.7); REVIEW INSURANCE SETTLEMENT DOCS (1.6).	7.90	5,411.50
12/03/13	MC	RESPOND TO INDEPENDENT DIRECTOR INQUIRIES (1.1); REVIEW COURT FILINGS (2.9); O/C'S (.3).	4.30	2,451.00
12/04/13	DAP	CONF JTM RE: CONFIRMATION SETTLEMENT AND KEIP / KERP LETTER (.2)	0.20	115.00
12/04/13	JTM	OC DAP RE KEIP KERP MATTERS (.2) REVISE REALTED LETTER (.4); CALLS WITH BOARD MEMBERS ILLANY AND WEST RE SAME (.7); TC JIM TANANBAUM RE SAME (.3).	1.60	1,096.00
12/04/13	MC	REVIEW AND COMMENT ON BOARD MINUTES (.9); RESPOND TO OUTSIDE DIRECTOR INQUIRIES (.7).	1.60	912.00
12/05/13	JTM	OC JTANANBAUM RE EMPLOYEE MATTERS AND LETTER TO UCC (.4).	0.40	274.00
12/05/13	MC	PREPARATION FOR BOARD MEETING (.6); REVIEW COURT FILINGS (2.3).	2.90	1,653.00
12/06/13	DAP	REVIEW BOARD MINUTES (.3); REVIEW BOARD OF DIRECTORS KEIP / KERP LETTER (.3); BOARD MEETING (.3).	0.90	517.50
12/06/13	JTM	PREP FOR ANDREVIEW MATERIALS IN CONNECTION WITH BOARD MEETING (.7); PARTICIPATE IN RESCAP BOARD MEETING (.3); TCS DIRECTORS PRE SAME (.4); REVIEW TAMMY REVISED UCC LETTER (.3) AND TCS BOARD MEMBERS RE SAME (.4).	2.10	1,438.50
12/06/13	MC	PREPARATION FOR (1.4) AND PARTICIPATION IN BOARD MEETING (.3); REVIEW MEETING SUMMARY (.2); RESPOND TO INQUIRIES FROM OUTSIDE DIRECTORS (.4).	2.30	1,311.00
12/09/13	DAP	CONF JTM RE: CONFIRMATION.	0.20	115.00
12/10/13	MC	RESPOND TO QUESTIONS FROM OUTSIDE DIRECTOR RE EXIT.	1.50	855.00
12/11/13	DAP	ATTEND CONFIRMATION HEARING (.8); CONF JTM RE: SAME (.2); EMAIL T. SMITH (.1).	1.10	632.50

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DATE	ATTY	DESCRIPTION	HOURS	VALUE
12/11/13	JTM	ATTEND CONFIRMATION HEARING (1.4); MEETING WITH INDEPENDANT DIRECTORS RE SAME (.7).	2.10	1,438.50
12/11/13	RKD	ATTEND CONFIRMATION HEARING.	2.20	1,155.00
12/11/13	TJS	ATTEND TRIAL CLOSING ARGUMENTS WITH R. DAKIS.	2.50	625.00
12/13/13	DAP	BOARD OF DIRECTORS CALL.	1.00	575.00
12/13/13	MC	PREPARATION FOR AND PARTICIPATION IN BOARD MEETING (.9); REVIEW AND COMMENT ON EXIT RESOLUTIONS (1.1); CORRESPONDENCE WITH DIRECTORS RE SAME (.4).	2.40	1,368.00
12/16/13	MC	REVIEW AND REVISE DRAFT MINUTES AND EXIT RESOLUTIONS (1.9); CORRESPONDENCE WITH DIRECTORS RE SAME (.9).	2.80	1,596.00
TOTAL TASK CODE	B260	Board of Directors Matters	58.20	34751.50
GRAND TOTAL FEES			60.00	35,201.50
TOTAL FEES SERVICES				\$ 35,201.50

TASK SUMMARY BY TIMEKEEPER:

INIT	TIMEKEEPER NAME	HOURS	VALUE
B110	Case Administration		
TJS	THOMAS J. SULLIVAN	1.80	450.00
SUBTOTAL	B110 Case Administration	1.80	450.00
B260	Board of Directors Matters		
DAP	DAVID PIEDRA	12.30	7,072.50
JTM	JOSEPH T. MOLDOVAN	21.00	14,385.00
MC	MICHAEL CONNOLLY	20.20	11,514.00
RKD	ROBERT K. DAKIS	2.20	1,155.00
TJS	THOMAS J. SULLIVAN	2.50	625.00
SUBTOTAL	B260 Board of Directors Matters	58.20	34,751.50
TOTAL FEES		60.00	35,201.50

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TASK SUMMARY FOR FEES::

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	1.80	450.00
B260	Board of Directors Matters	58.20	34,751.50
TOTAL FEES		60.00	35,201.50

TIMEKEEPER SUMMARY:

INIT	TIMEKEEPER NAME	HOURL	VALUE
DAP	DAVID PIEDRA	12.30	7,072.50
JTM	JOSEPH T. MOLDOVAN	21.00	14,385.00
MC	MICHAEL CONNOLLY	20.20	11,514.00
RKD	ROBERT K. DAKIS	2.20	1,155.00
TJS	THOMAS J. SULLIVAN	4.30	1,075.00
TOTAL FEES		60.00	35,201.50

DISBURSEMENTS:

VALUE

TASK SUMMARY FOR EXPENSES:

E105	TELEPHONE/FACSIMILE	1,487.08
E101	SC PHOTOCOPYING	1.33
E101	SC IN HOUSE VOLUME PRINTING	17.85
E101	SC IN HOUSE VOLUME COLOR PRINTING	0.42
E107	MESSENGER	88.50
E106	COURT SERVICES	669.80

TOTAL DISBURSEMENTS _____ \$ 2,264.98

TOTAL BALANCE DUE FOR THIS PERIOD _____ \$ 37,466.48